

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
JP Morgan Chase Bank, N.A., Administrative Agent and Second Lien Collateral Agent		11/16/2012	National Banking Association: UNITED STATES

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Sleep Innovations, Inc.
<b>Street Address:</b>	187 Route 36
<b>Internal Address:</b>	Suite 101
<b>City:</b>	West Long Branch
<b>State/Country:</b>	NEW JERSEY
<b>Postal Code:</b>	07764
<b>Entity Type:</b>	CORPORATION: NEW JERSEY

<b>PROPERTY NUMBERS Total: 57</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	3280297	COMFORT GEL
Registration Number:	2471859	ABSOLUTE COMFORT SYSTEM
Registration Number:	3115073	BODIEASE
Registration Number:	2598671	COMFORT UNIVERSITY
Registration Number:	2553247	DREAM PILLOW
Registration Number:	2354111	MEGACRATE
Registration Number:	2486472	NOVAFORM
Registration Number:	2602530	PERSONAL EXPRESSIONS
Registration Number:	2213871	SLEEP INNOVATIONS
Registration Number:	2640891	TEMPSOMA
Registration Number:	2784622	THE SCIENCE OF COMFORT
Registration Number:	2293137	WE PUT THE COMFORT BACK IN YOUR BED

OP \$1440.00 3280297

Registration Number:	3407309	COMFÔRT
Registration Number:	3346798	COMFORT PLUS
Registration Number:	3406005	COMFORTLUXE
Registration Number:	3332221	COOLBREEZE
Registration Number:	3406033	DREAM MATTRESS
Registration Number:	3332505	SLEEP ASSURED
Registration Number:	3332193	SLEEPWALKERS BY SLEEP INNOVATIONS
Registration Number:	3236489	HEALTHY SLEEPER
Registration Number:	3442318	KOOLCOMFORT
Registration Number:	3194068	DREAMAWAY
Registration Number:	3168814	KOOLCOMFORT
Registration Number:	2198360	LURA-TEX
Registration Number:	2140886	MEMORY-FLEX
Registration Number:	3573572	NUTRATEMP
Registration Number:	3504310	ACELLA-FLEX
Registration Number:	3137309	BODIPEDIC
Registration Number:	3495925	BODIPEDIC
Registration Number:	3387690	VITALIZE
Registration Number:	3680868	ECOTEMP
Registration Number:	3594257	NEEDLETECH PRODUCTS, INC.
Registration Number:	3605018	SRT
Registration Number:	3495916	TEMPSOMA
Serial Number:	77560020	PERFECTEMP
Serial Number:	77628214	RIGHT-TEMP
Registration Number:	3871065	SURETEMP
Serial Number:	85272481	CUSTOMFLEX
Registration Number:	4126778	CUSTOMWAVE
Serial Number:	85288954	STAYCOOL
Serial Number:	85122098	
Serial Number:	85122539	
Registration Number:	3916902	BODIPEDIC
Registration Number:	3819339	COMFY CLUSTERS
Serial Number:	85131040	GEL PLUS
Registration Number:	4007398	
Registration Number:	4126637	

	3967388	NOVAFORM GEL
Registration Number:	4010462	NOVAFORM GEL
Registration Number:	4010461	NOVAFORM GEL
Registration Number:	4013710	SLEEP INNOVATIONS
Registration Number:	4062396	THE MAT
Serial Number:	85376606	THE MAT
Serial Number:	85312951	
Serial Number:	85312956	
Serial Number:	85316052	NUTRAFRESH
Serial Number:	85488661	CRASH PAD

**CORRESPONDENCE DATA**

Fax Number: 3128637827  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 312-201-3927  
Email: vandy.fitzpatrick@goldbergkohn.com  
Correspondent Name: Vandy F. Fitzpatrick, Paralegal  
Address Line 1: Goldberg Kohn Ltd., 55 E. Monroe Street  
Address Line 2: Suite 3300  
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	1989.331
NAME OF SUBMITTER:	Vandy F. Fitzpatrick
Signature:	/vandy f. fitzpatrick/
Date:	11/19/2012

**Total Attachments: 6**  
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**RELEASE OF SECURITY INTEREST IN TRADEMARKS**

**THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS** (this "Release") is made as of November 16, 2012 ("Effective Date") by JPMorgan Chase Bank, N.A., a national banking association, with an address at 1111 Fannin Street, Floor 10, Houston, Texas, 77002, as Administrative Agent and Second Lien Collateral Agent ("Agent"), in favor of Sleep Innovations, Inc., a New Jersey corporation, located at 187 Monmouth Parkway, West Long Branch, New Jersey ("Borrower").

**WHEREAS**, pursuant to the terms and conditions of (i) that certain Grant of Security Interest in Trademark Rights by Borrower in favor of Grantor, dated March 5, 2009 (the "First TSA"), (ii) that certain Grant of Security Interest in Trademark Rights by Borrower in favor of Grantor, dated June 7, 2011 (the "Second TSA"), (iii) that certain Grant of Security Interest in Trademark Rights by Borrower in favor of Grantor, dated November 8, 2011 (the "Third TSA"), and (iv) that certain Grant of Security Interest in Trademark and Patent Rights by Borrower in favor of Grantor, dated February 23, 2012 (the "Fourth TSA") (collectively, the "Trademark Security Agreements"), Borrower granted to Agent a continuing security interest in and a right of setoff against, all of Borrower's right, title and interest in, to and under the Collateral (as defined in First TSA), the Collateral (as defined in Second TSA), the Collateral (as defined in Third TSA) and the Collateral (as defined in Fourth TSA), including, without limitation, the trademark applications and registrations set forth on Schedule A attached hereto (collectively, the "Trademark Collateral");

**WHEREAS**, Borrower and Agent entered into the Trademark Security Agreements pursuant to the terms and conditions of that certain Guarantee and Collateral Agreement by and between Borrower and Agent, dated March 5, 2009 (the "Security Agreement"); and

**WHEREAS**, the First TSA was recorded with the United States Patent and Trademark Office ("PTO") on March 11, 2009 at Reel/Frame 3950/0552, the Second TSA was recorded at the PTO on June 8, 2011 at Reel/Frame 4556/0889, the Third TSA was recorded at the PTO on November 18, 2011 at Reel/Frame 4663/0580, and the Fourth TSA was recorded at the PTO on April 24, 2012 at Reel/Frame 4763/0691.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby (i) terminates the Trademark Security Agreements, (ii) assigns to Borrower all of Agent's right, title and interest (if any) in and to the Trademark Collateral and (iii) terminates, cancels and releases any and all security interests it has against the Trademark Collateral.

Agent shall take all further reasonable actions, and provide to Borrower, Borrower's successors, assigns or other legal representatives, all such reasonable cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), requested by Borrower to more fully and effectively effectuate the purposes of this Release, in each case, at Borrower's expense.

\* \* \* \* \*

IN WITNESS WHEREOF, each of Agent and Borrower has caused this Release to be executed by their respective duly authorized representatives as of the Effective Date.

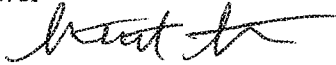
**JPMORGAN CHASE BANK, N.A.,  
Administrative Agent and Second Lien Collateral Agent**

\_\_\_\_\_  
Name: \_\_\_\_\_

Title: \_\_\_\_\_

**SLEEP INNOVATIONS, INC.**

**Borrower**



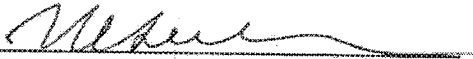
\_\_\_\_\_  
Name: Stuart Stoller  
Title: Chief Financial Officer, Vice President,  
Secretary and Treasurer

Signature Page - JPM  
Trademark Release

**TRADEMARK**  
**REEL: 004903 FRAME: 0231**

IN WITNESS WHEREOF, each of Agent and Borrower has caused this Release to be executed by their respective duly authorized representatives as of the Effective Date.

**JPMORGAN CHASE BANK, N.A.,**  
**Administrative Agent and Second Lien Collateral Agent**

  
\_\_\_\_\_

Name: Marina Levin  
Executive Director

Title: \_\_\_\_\_

**SLEEP INNOVATIONS, INC.**  
**Borrower**

\_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature Page - JPM  
Trademark Release

**TRADEMARK**  
**REEL: 004903 FRAME: 0232**

**SCHEDULE A****TRADEMARKS****Reel/Frame 3950/0552**

<b>Mark</b>	<b>Application No.</b>	<b>Registration No.</b>
COMFORT GEL	76/577667	3280297
ABSOLUTE COMFORT SYSTEM	75/436471	2471859
BODIEASE	78/430683	3115073
COMFORT UNIVERSITY	75/882646	2598671
DREAM PILLOW	75/705822	2553247
MEGACRATE	75/527164	2354111
NOVAFORM	75/436427	2486472
PERSONAL EXPRESSIONS	76/170654	2602530
SLEEP INNOVATIONS	75/278221	2213871
TEMPSOMA	76/263285	2640891
THE SCIENCE OF COMFORT	76/116505	2784622
WE PUT THE COMFORT BACK IN YOUR BED	75/263932	2293137
COMFORT	78/958824	3407309
COMFORT PLUS	77/023696	3346798
COMFORTLUXE	77/009063	3406005
COOLBREEZE	78/835372	3332221
DREAM MATTRESS	77/018551	3406033
SLEEP ASSURED	78/866770	3332505
SLEEPWALKERS BY SLEEP INNOVATIONS	78/832325	3332193
HEALTHY SLEEPER	78/798371	3236489
KOOLCOMFORT	78/618285	3442318
DREAMAWAY	78/842146	3194068
KOOLCOMFORT	78/977034	3168814
LURA-TEX	75/366216	2198360
MEMORY-FLEX	75/258082	2140886
NUTRATEMP	77/293509	3573572

Mark	Application No.	Registration No.
ACCELLA-FLEX	77/369951	3504310
BODIPEDIC	78/977213	3137309
BODIPEDIC	77/431554	3495925
VITALIZE	77/069771	3387690
ECOTEMP	77/460256	3680868
NOVAFORM GRANDE ELEGANCE	77/332094	3594257
SRT	77/371171	3605018
TEMPSOMA	77/424514	3495916
PERFECTEMP	77/560020	
RIGHT-TEMP	77/628214	
SURETEMP	77/661172	3871065

**Reel/Frame 4556/0889**

Mark	Application No.	Registration No.
CUSTOMFLEX	85/272481	
CUSTOMWAVE	85/278442	4126778
STAYCOOL	85/288954	
BLUE SPECKLED MATTRESS TOPPER TRADE DRESS	85/122098	
BLUE SPECKLED MATTRESS TRADE DRESS	85/122539	
BODIPEDIC & DESIGN	85/070859	3916902
COMFY CLUSTERS	77/689232	3819339
GEL PLUS	85/131040	
HOOF & HOOF PRINT DESIGN ONLY	85/070854	4007398
HOOF & HOOF PRINT DESIGN ONLY	85/233138	4126637
NOVAFORM GEL	77/948706	3967388
NOVAFORM GEL & BUBBLE DESIGN (B&W)	85/112159	4010462



Mark	Application No.	Registration No.
NOVAFORM GEL & BUBBLE DESIGN (COLOR)	85/112146	4010461
SLEEP INNOVATIONS AND DESIGN	85/083212	4013710
THE MAT & DESIGN	85/168214	4062396

**Reel/Frame 4663/0580**

Mark	Application No.	Registration No.
MAT & BROWN	85/376606	
CAT PAW PRINT DESIGN ONLY	85/312951	
DOG PAW PRINT DESIGN ONLY	85/312956	
NUTRAFRESH	85/316052	

**Reel/Frame 4763/0691**

Mark	Application No.	Registration No.
CRASH PAD	85/488661	