

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Intellectual Property (Senior)		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Advanced Sleep Concepts, Inc.		10/12/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	MCG Capital Corporation, as Administrative Agent		
Street Address:	1001 19th Street North		
Internal Address:	10th Floor		
City:	Arlington		
State/Country:	VIRGINIA		
Postal Code:	22209		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4239223	MOUNTAIN HERITAGE	
Registration Number:	4239222	GRAND ESTATE	
Registration Number:	4239054	SMART GEL	
Registration Number:	4226874	ASC ADVANCED SLEEP CONCEPTS MOVING DREAMS FORWARD.	
Serial Number:	85440098	TWO SIDES TWICE THE COMFORT	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	9192868118		
Email:	pto_tmconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		

OP \$140.00 4239223

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER: 020286-38 JES

NAME OF SUBMITTER: John E. Slaughter

Signature: /John E. Slaughter/

Date: 02/01/2013

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
INTELLECTUAL PROPERTY

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to (a) the Senior Credit Facility Agreement dated as of October 12, 2006, as the same may be amended, modified or restated from time to time, by and among Advanced Sleep Concepts, Inc., a Delaware corporation, Spears Mattress Co., a Georgia corporation, Mattressmax, Inc., a Georgia corporation, and any other entity subsequently added as a borrower thereunder (including any successor or permitted assignee thereof, each a "Borrower"; collectively, the "Borrowers"), and each financial institution that from time to time is a "Lender" thereunder, and MCG Capital Corporation, in its capacity as administrative agent for the Lenders (the "Administrative Agent"), and (b) the related Security Agreement dated as of October 12, 2006 (as amended, modified or restated from time to time, the "Security Agreement") by and among the Borrowers and the Administrative Agent, the undersigned Borrower has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 hereto to the Administrative Agent for the benefit of the Lenders.

The undersigned Borrower and the Administrative Agent hereby acknowledge and agree that the security interest in the foregoing intellectual property (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any intellectual property.

[SIGNATURE PAGE FOLLOWS]

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TRADEMARK
REEL: 004954 FRAME: 0153

Very truly yours,

ADVANCED SLEEP CONCEPTS, INC.,
a Delaware corporation

By: _____

Name: Chuck Evans

Title: CFO

Acknowledged and Accepted:

MCG CAPITAL CORPORATION, as Administrative Agent.

By: _____

Name:

Title:

CHS83N300158304.2
15410-19

TRADEMARK
REEL: 004954 FRAME: 0154

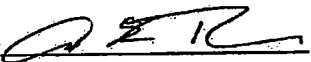
Very truly yours,

ADVANCED SLEEP CONCEPTS, INC.,
a Delaware corporation

By: _____
Name:
Title:

Acknowledged and Accepted:

MCG CAPITAL CORPORATION, as Administrative Agent

By: 
Name: **Tod K Reichert**
Title: **Executive Vice President**

Schedule 1

Advanced Sleep Concepts, Inc.
(Delaware Corporation)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
MOUNTAIN HERITAGE	4239223	11/06/12
GRAND ESTATE	4239222	11/06/12
SMART GEL	4239054	11/06/12
ASC ADVANCED SLEEP CONCEPTS MOVING DREAMS FORWARD. and Design	4226874	10/16/12

Pending Application

Mark	Appl. No.	Filing Date
TWO SIDES TWICE THE COMFORT	85440098	10/05/11