

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM352095

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Leesa Sleep, LLC		06/25/2015	LIMITED LIABILITY COMPANY: VIRGINIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Leesa Sleep, LLC		
<b>Street Address:</b>	3704 Pacific Avenue, Suite 200		
<b>City:</b>	Virginia Beach		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	23451		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 15</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86383021	LEESA SLEEP	
<b>Serial Number:</b>	86419083	LEESA SIMPLIFIED SLEEP	
<b>Serial Number:</b>	86623444	A MATTRESS REDESIGNED	
<b>Serial Number:</b>	86383010	LEESA	
<b>Serial Number:</b>	86419088	LEESA	
<b>Serial Number:</b>	86484573		
<b>Serial Number:</b>	86604827	LEESA ONE-TEN	
<b>Serial Number:</b>	86604837	LEESA ONE-TEN	
<b>Serial Number:</b>	86623449	A BETTER PLACE TO SLEEP	
<b>Serial Number:</b>	86702902	LEESALIFE	
<b>Serial Number:</b>	86702914	LEESA LIFE	
<b>Serial Number:</b>	86719254	LEESA MATTRESS	
<b>Serial Number:</b>	86726927	LEESA ONE-EARTH	
<b>Serial Number:</b>	86726933	LEESA ONE-EARTH	
<b>Serial Number:</b>	86726939	A PATHWAY TO A BETTER LIFE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7032182160		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent</i>			

OP \$390.00 86383021

TRADEMARK

*using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 7032182138  
**Email:** sue.williams@ofplaw.com,kevin.oliveira@ofplaw.com  
**Correspondent Name:** Kevin T. Oliveira  
**Address Line 1:** 1775 Wiehle Avenue, Suite 400  
**Address Line 2:** Odin, Feldman & Pittleman, PC  
**Address Line 4:** Reston, VIRGINIA 20190-5159

<b>ATTORNEY DOCKET NUMBER:</b>	82941.00001
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<b>NAME OF SUBMITTER:</b>	Kevin Oliveira
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<b>SIGNATURE:</b>	/Kevin Oliveira/
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<b>DATE SIGNED:</b>	08/20/2015
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**Total Attachments: 4**

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# Delaware

PAGE 1

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A VIRGINIA LIMITED LIABILITY COMPANY UNDER THE NAME OF "LEESA SLEEP, LLC" TO A DELAWARE LIMITED LIABILITY COMPANY, FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JUNE, A.D. 2015, AT 10:32 O'CLOCK A.M.



5773974 8100V

150970965

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2502193

DATE: 06-25-15

TRADEMARK  
REEL: 005603 FRAME: 0950

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:32 AM 06/25/2015  
FILED 10:32 AM 06/25/2015  
SRV 150970965 - 5773974 FILE

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A NON-DELAWARE LIMITED LIABILITY COMPANY TO  
A DELAWARE LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Non-Delaware Limited Liability Company first formed is Virginia
- 2.) The jurisdiction immediately prior to filing this Certificate is Virginia
- 3.) The date the Non-Delaware Limited Liability Company first formed is June 16, 2014
- 4.) The name of the Non-Delaware Limited Liability Company immediately prior to filing this Certificate is Leesa Sleep, LLC
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Leesa Sleep, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
24th day of June, A.D. 2015

By:   
Authorized Person

Name: James A. Diamondstein, Manager  
Print or Type

**PLAN OF DOMESTICATION  
OF  
LEESA SLEEP, LLC  
(a Virginia Limited Liability Company)**

**June 24, 2015**

Pursuant to Sections 13.1-1074 and 13.1-1075 of the Code of Virginia, as amended (the "Code"), and Section 18-214 of the Delaware Limited Liability Company Act, the undersigned hereby executes this Plan of Domestication ("Plan") for the purpose of converting Leesa Sleep, LLC, a Virginia limited liability company (the "Company"), into a Delaware limited liability company having the name "Leesa Sleep, LLC".

- A. The Company is presently domesticated in the Commonwealth of Virginia.
- B. Upon consummation of the Redomestication, as defined herein, the Company will be domesticated in the State of Delaware.

The terms and conditions of the Redomestication, as defined herein, are as follows:

1.1 Redomestication. In accordance with the terms and conditions of this Plan, the Code and the laws of the State of Delaware, as of the Effective Time, as defined herein, the Company shall be redomesticated in the State of Delaware (the "Redomestication").

1.2 Documentation. One or more of the Company's officers or members of the Board of Managers may execute any and all instruments or documents in the form necessary or appropriate to effect the Redomestication and deliver the applicable instruments or documentation to the Secretary of State of Delaware or the Virginia State Corporation Commission, as applicable.

1.3 Effective Time. The Redomestication shall be effective as of the date and time specified in the Certificate of Conversion and Certificate of Formation filed with the Secretary of State of the State of Delaware and the Articles of Organization Surrender filed with the Virginia State Corporation Commission, or, if no such date and time shall be specified, the Redomestication shall be effective upon the filing of such instruments (the "Effective Time").

1.4 Jurisdiction. At the Effective Time, the Company shall automatically cease to be a Virginia limited liability company and shall become a Delaware limited liability company under and subject to the laws of the State of Delaware.

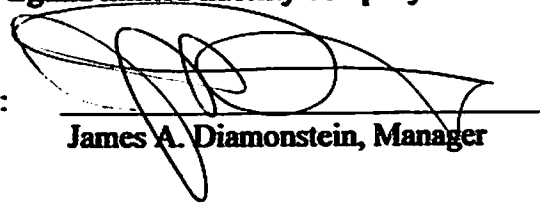
1.5 Effect of Redomestication. In accordance with the Code and the laws of the State of Delaware, the Redomestication shall not be deemed to affect any title to real estate and other property, legal proceedings, obligations or liabilities of the Company, contractual or otherwise, incurred prior to the Effective Time.

[Signature Page Follows]

**IN WITNESS WHEREOF, this Plan of Domestication has been signed as of the date first set forth above.**

**LEESA SLEEP, LLC,  
a Virginia limited liability company**

**By:**



A handwritten signature in black ink, consisting of several loops and a long horizontal stroke, is written over a solid horizontal line.

**James A. Diamonstein, Manager**