

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM397798

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Louisville Bedding Company		08/31/2016	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Wells Fargo Bank, National Association		
Street Address:	471 West Main Street		
Internal Address:	Suite 300		
City:	Louisville		
State/Country:	KENTUCKY		
Postal Code:	40202		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	77343689	FLEXIFIT	
Serial Number:	85009067	LOUISVILLE BEDDING AN AMERICAN COMPANY	
Serial Number:	78163881	LOUISVILLE BEDDING COMPANY	
Serial Number:	85008684	LOUISVILLE BEDDING IMPROVING SLEEP SINCE	
Serial Number:	85008768	LOUISVILLE BEDDING IMPROVING SLEEP SINCE	
Serial Number:	85008789	LOUISVILLE BEDDING IMPROVING SLEEP SINCE	
Serial Number:	85008816	LOUISVILLE BEDDING IMPROVING SLEEP SINCE	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	aharrison@stites.com		
Correspondent Name:	Stites & Harbison, PLLC		
Address Line 1:	400 West Market Street		
Address Line 2:	Suite 1800		
Address Line 4:	Louisville, KENTUCKY 40202		
NAME OF SUBMITTER:	Aimee Harrison		
SIGNATURE:	/aimee harrison/		

OP \$190.00 77343689

DATE SIGNED:	09/08/2016
Total Attachments: 4 source=TrademarksGrant#page1.tif source=TrademarksGrant#page2.tif source=TrademarksGrant#page3.tif source=TrademarksGrant#page4.tif	

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Confirmatory Grant") is made effective as of August 31, 2016, by and from LOUISVILLE BEDDING COMPANY, a Delaware corporation ("Grantor"), to and in favor of WELLS FARGO BANK, NATIONAL ASSOCIATION, a national banking association ("Grantee").

WHEREAS, Grantor and Grantee have entered into a Credit Agreement dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, Grantor entered into a Security Agreement dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, Grantor owns the trademarks listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted under the Security Agreement to Grantee for the benefit of Grantee. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of all the indebtedness and other obligations of Grantor to Grantee. Upon the payment in full of all such indebtedness and other obligations, Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to Grantor all reasonably requested instruments in writing releasing the security interest in the Trademarks acquired under the Security Agreement and this Confirmatory Grant.

(b) Grantor hereby grants to Grantee a security interest in (1) all of Grantor's right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by Grantor, together with (2) all proceeds of such Trademarks, (3) the goodwill associated with such Trademarks and (4) all causes of action arising prior to or after the date hereof for infringement of such Trademarks or unfair competition regarding the same.






3) Counterparts. This Confirmatory Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

4) Governing Law. This Confirmatory Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the internal laws (without regard to the conflict of laws provisions) of the Commonwealth of Kentucky.

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

Exhibit A - SCHEDULE OF TRADEMARKS

TRADEMARK APPLICATIONS AND REGISTRATIONS

Mark	Jurisdiction	Serial No./ Filing Date	Reg. No./ Reg. Date
FLEXIFIT	U.S.	77/343689 12/4/2007	3609714 4/21/2009
LOUISVILLE BEDDING AN AMERICAN COMPANY and Design 	U.S.	85/009067 4/8/2010	3994821 7/12/2011
LOUISVILLE BEDDING COMPANY	U.S.	78/163881 9/13/2002	2771694 10/7/2003
LOUISVILLE BEDDING IMPROVING SLEEP SINCE 1889 and Design 	U.S.	85/008684 4/7/2010	4168399 7/3/2012
LOUISVILLE BEDDING IMPROVING SLEEP SINCE 1889 and Design 	U.S.	85/008768 4/7/2010	—
LOUISVILLE BEDDING IMPROVING SLEEP SINCE 1889 and Design 	U.S.	85/008789 4/7/2010	3994820 7/12/2011
LOUISVILLE BEDDING IMPROVING SLEEP SINCE 1889 and Design 	U.S.	85/008816 4/7/2010	4191100 8/14/2012

WE221:00WE6:1104415:2:LOUISVILLE
8/26/16

RECORDED: 09/08/2016

TRADEMARK
REEL: 005874 FRAME: 0392