

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM458596

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/30/2017		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SleepIQ LABS Inc.		12/20/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Select Comfort Retail Corporation		
Street Address:	1001 Third Avenue South		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55404		
Entity Type:	Corporation: MINNESOTA		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	4685838	WE MAKE BEDS SMART	
Registration Number:	4707041	BAM LABS	
Registration Number:	4508310	SMART BED TECHNOLOGY	
Registration Number:	4095886	B	
Registration Number:	4120923	BAM LABS	
CORRESPONDENCE DATA			
Fax Number:	6126077100		
<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>			
Phone:	6126077325		
Email:	bgrahn@foxrothschild.com		
Correspondent Name:	BARBARA J. GRAHN		
Address Line 1:	222 South Ninth St		
Address Line 2:	Suite 2000		
Address Line 4:	MINNEAPOLIS, MINNESOTA 55402		
ATTORNEY DOCKET NUMBER:	203229.01171		
NAME OF SUBMITTER:	Barbara Grahn		
SIGNATURE:	/bjg/		
DATE SIGNED:	01/18/2018		

OP \$140.00 4685838

Total Attachments: 12

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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SLEEPIQ LABS INC.", A DELAWARE CORPORATION,
WITH AND INTO "SELECT COMFORT RETAIL CORPORATION" UNDER THE NAME OF "SELECT COMFORT RETAIL CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MINNESOTA, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2017, AT 1:03 O`CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF DECEMBER, A.D. 2017.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



6673443 8100M
SR# 20177718701

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 203814989
Date: 12-21-17

TRADEMARK
REEL: 006253 FRAME: 0195

CERTIFICATE OF MERGER
OF

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:03 PM 12/21/2017
FILED 01:03 PM 12/21/2017
SR 20177718701 - File Number 4147970

SLEEPIQ LABS INC.
(a Delaware corporation)

WITH AND INTO

SELECT COMFORT RETAIL CORPORATION
(a Minnesota corporation)

Pursuant to Section 252 of the
General Corporation Law of the State of Delaware

Pursuant to Title 8, Section 252 of the General Corporation Law of the State of Delaware (the "DGCL"), each of Select Comfort Retail Corporation, a Minnesota Corporation (the "Company"), and SleepIQ LABS Inc., a Delaware corporation (the "Merged Company"), in connection with the merger of the Merged Company with and into the Company (the "Merger"), hereby certifies as follows:

FIRST: The names and states of incorporation of the constituent corporations to the Merger (the "Constituent Corporations") are as follows:

Name	State of Incorporation
SleepIQ LABS Inc.	Delaware
Select Comfort Retail Corporation	Minnesota

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations pursuant to DGCL Title 8, Section 252.

THIRD: Select Comfort Retail Corporation, a Minnesota corporation, shall be the surviving corporation (the "Surviving Corporation") of the Merger.

FOURTH: The Articles of Incorporation of the Surviving Corporation shall be its Articles of Incorporation.

FIFTH: The Merger shall become effective on December 30, 2017.

SIXTH: An executed copy of the Agreement of Merger is on file at 1001 Third Avenue South, Minneapolis, MN 55404, the place of business of the Surviving Corporation.

SEVENTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of the Constituent Corporations.

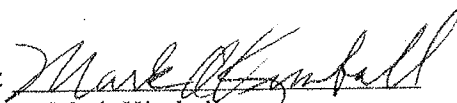
EIGHTH: The Secretary of State of the State of Delaware is irrevocably appointed as agent for service of process for the Constituent Corporations in the State of Delaware. A copy of any documents served on the Secretary of State of the State of Delaware in its capacity as such

agent should be mailed to: Select Comfort Retail Corporation, 1001 Third Avenue South,
Minneapolis, MN 55404 Attn: Mark Kimball, Senior Vice President.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be duly executed in its name by its duly authorized officer as of December 20, 2017.

SELECT COMFORT RETAIL CORPORATION
a Minnesota corporation

By: 
Name: Mark Kimball
Title: Senior Vice President and Chief Legal and
Risk Officer and Secretary

**Office of the Minnesota Secretary of State
Certificate of Merger**

I, Steve Simon, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Names of Merging Entities:

DELAWARE: SLEEPIQ LABS INC.

MINNESOTA: SELECT COMFORT RETAIL CORPORATION

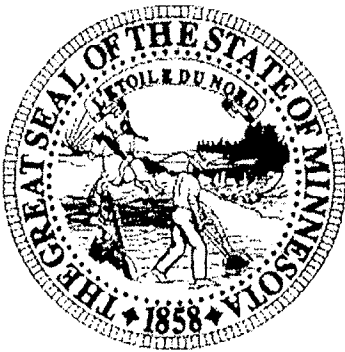
Home Jurisdiction and Name of Surviving Entity:

MINNESOTA: SELECT COMFORT RETAIL CORPORAITON

Name of Surviving Entity after Effective Date of Merger:

SELECT COMFORT RETAIL CORPORATION

This certificate has been issued on: 12/21/2017



A handwritten signature in black ink that reads "Steve Simon".

Steve Simon
Secretary of State
State of Minnesota



ARTICLES OF MERGER
OF
SLEEPIQ LABS INC.
(a Delaware corporation)
WITH AND INTO
SELECT COMFORT RETAIL CORPORATION
(a Minnesota corporation)

Pursuant to Section 302A.601 of the Minnesota Business Corporation Act (the "MBCA") and Title 8, Section 252 of the General Corporation Law of the State of Delaware, the undersigned hereby execute, as of December 20, 2017, and file these Articles of Merger for the purpose of merging SleepIQ LABS Inc., a Delaware corporation ("Merged Company") with and into Select Comfort Retail Corporation, a Minnesota corporation ("Surviving Company"), which is the owner of 100% of the outstanding capital stock of Merging Company.

FIRST: Merged Company and Surviving Company are the constituent corporations.

SECOND: The surviving corporation is Surviving Company.

THIRD: The Plan of Merger, in the form attached to these Articles of Merger as Exhibit A, is hereby incorporated by reference into these Articles of Merger.

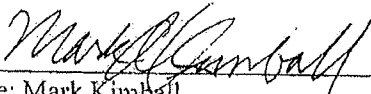
FOURTH: The Plan of Merger was duly approved by Parent pursuant to Section 302A.613 of the MBCA on December 20, 2017. No approval of the shareholders of any of the constituent corporations is required to effect the merger.

FIFTH: The merger will be effective on December 30, 2017.

(Signature page follows)

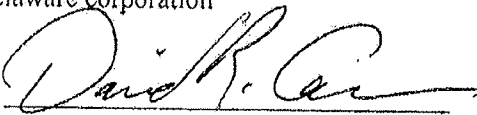
IN WITNESS WHEREOF, the undersigned corporations have caused these Articles of Merger to be signed by their duly authorized officers as of the date first written above.

Select Comfort Retail Corporation
a Minnesota corporation

By: 
Name: Mark Kimball

Its: Senior Vice President and Chief Legal and Risk Officer and Secretary

SleepIQ LABS Inc.
a Delaware corporation

By: 
Name: David Callen

Its: Senior Vice President and Chief Financial Officer

EXHIBIT A
PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (the "Plan of Merger") is dated December 30, 2017, and is entered into by and between SleepIQ LABS Inc., a Delaware corporation (the "Merging Corporation"), and Select Comfort Retail Corporation, a Minnesota corporation (the "Surviving Corporation") and together with the Merging Corporation, the "Constituent Corporations").

WHEREAS, the Board of Directors of each of the Surviving Corporation and the Merging Corporation has determined that it is in the best interests of each such entity to merge the Merging Corporation with and into the Surviving Corporation pursuant to the terms and conditions contained in this Plan of Merger in accordance with the applicable laws of the States of Delaware and Minnesota.

WHEREAS, the Merging Corporation and the Surviving Corporation intend that the Merger be treated as a tax-free reorganization under Section 368 of the Internal Revenue Code.

NOW, THEREFORE, in consideration of the mutual promises contained herein it is AGREED AS FOLLOWS:

ARTICLE 1 MERGER

A. Merger of the Merging Corporation into the Surviving Corporation. In accordance with Sections 302A.611 and 302A.651 of the Minnesota Business Corporation Act (the "MBCA") and Section 252 of the Delaware General Corporation Law (the "DGCL"), the Merging Corporation shall be merged with and into the Surviving Corporation (the "Merger").

B. Rights and Liabilities of the Surviving Corporation. At the Effective Time of the Merger, as defined in Article 3 below, the Merging Corporation shall be merged into the Surviving Corporation, and the separate existence of the Merging Corporation shall cease and the Surviving Corporation shall continue its existence under the laws of the State of Minnesota. The Surviving Corporation shall (i) continue possessed of all of its rights and property as constituted immediately prior to the Effective Time of the Merger and succeed without other transfer to all rights and property of the Merging Corporation, (ii) continue subject to all of its debts and liabilities as the same shall have existed immediately prior to the Effective Time of the Merger, and (iii) become subject to any debts and liabilities of the Merging Corporation provided under the applicable sections of the MBCA and DGCL.

C. Articles of Incorporation of the Surviving Corporation. The Articles of Incorporation of the Surviving Corporation shall remain in effect after the Effective Time of the Merger and shall be the Articles of Incorporation of the Surviving Corporation and shall remain in full force and effect until amended or repealed in accordance with law.

D. Bylaws of the Surviving Corporation. The Bylaws of the Surviving Corporation shall remain in effect after the Effective Time of the Merger and shall be the Bylaws of the Surviving Corporation following the Merger and shall remain in full force and effect until amended or repealed in accordance with law.

E. Board of Directors of the Surviving Corporation. The Board of Directors of the Surviving Corporation at the Effective Time of the Merger shall continue as the governing body of the Surviving Corporation after the Effective Time of the Merger.

F. Officers of the Surviving Corporation. The Officers of the Surviving Corporation at the Effective Time of the Merger shall continue as the Officers of the Surviving Corporation after the Effective Time of the Merger.

ARTICLE 2 CONVERSION OF INTERESTS

By virtue of the Merger, and without any action on the part of the Constituent Corporations or their shareholders, upon and after the Effective Time of the Merger, each outstanding share of capital stock of the Merging Corporation shall be exchanged into one outstanding share of capital stock of the Surviving Corporation, after which such exchange, all capital stock in the Merging Corporation shall be cancelled.

ARTICLE 3 EFFECTIVE TIME OF THE MERGER

This Plan of Merger shall be filed along with the Articles of Merger with the Secretary of State of Minnesota and along with the Certificate of Merger with the Secretary of State of Delaware, all in accordance with applicable law. The Merger shall become effective on December 30, 2017. The date when the Merger shall become effective is herein referred to as the "Effective Time of the Merger."

At the Effective Time of the Merger, all respective property, assets, rights, privileges, powers, franchises and immunities of the Merging Corporation shall vest in the Surviving Corporation and all of the respective debts, liabilities and obligations of the Merging Corporation shall vest in the Surviving Corporation.

ARTICLE 4 MISCELLANEOUS

After the Effective Time of the Merger, the registered office of the Surviving Corporation shall be c/o the Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, County of New Castle.

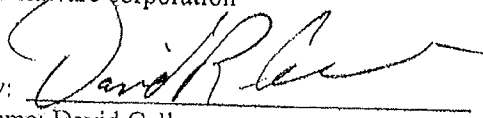
Either the Merging Corporation or the Surviving Corporation, prior to the completion of the Merger, may terminate this Plan of Merger in accordance with applicable laws.

For the sake of convenience this Plan of Merger may be executed in one or more counterparts each of which shall be deemed an original and all of which when taken together shall be deemed to be one and the same instrument.

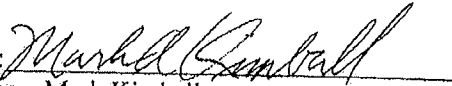
[Signature Page Follows]

IN WITNESS WHEREOF, this Agreement and Plan of Merger has been duly executed by the parties effective as of the date set forth above.

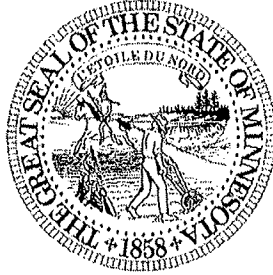
SleepIQ LABS Inc.
a Delaware corporation

By: 
Name: David Callen
Its: Senior Vice President and Chief Financial Officer

Select Comfort Retail Corporation
a Minnesota corporation

By: 
Name: Mark Kimball
Its: Senior Vice President and Chief Legal and Risk Officer and Secretary

[Signature Page to Plan of Merger – SleepIQ LABS Inc. and Select Comfort Retail Corporation]



File Numbers

98809890006

7T-340

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED

12/21/2017 11:59:00 PM

Steve Simon

Steve Simon
Secretary of State