

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM462246

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of Short Form Intellectual Property Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Keybank National Association, as Retiring Agent		02/14/2018	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	U.S. Bank National Association, as Successor Agent		
Street Address:	800 Nicollet Mall, 3rd Floor		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55402		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 44			
Property Type	Number	Word Mark	
Registration Number:	1581562	SELECT COMFORT	
Registration Number:	2042605	COMFORT CLUB	
Registration Number:	1976214	SELECT COMFORT	
Registration Number:	1954866		
Registration Number:	2326197	SLEEP BETTER ON AIR	
Registration Number:	2753633	SLEEP NUMBER	
Registration Number:	3576817	TAKE CONTROL OF YOUR SLEEP	
Registration Number:	3640679	IT'S THE BED THAT COUNTS	
Registration Number:	3628199	PILLOW[OLOGY]	
Registration Number:	2618999	SLEEP NUMBER	
Registration Number:	2641045	SLEEP NUMBER	
Registration Number:	2803623	SELECT COMFORT	
Registration Number:	2803624		
Registration Number:	2702762	WHAT'S YOUR SLEEP NUMBER?	
Registration Number:	2860124	INTRALUX	
Registration Number:	3137303	GRIDZONE	
Registration Number:	4023575	INDIVIDUALFIT	
Registration Number:	3986953	PILLOWFIT	
Registration Number:	4003582	COMFORTFIT	
TRADEMARK			

CH \$1115.00 1581562

Property Type	Number	Word Mark
Registration Number:	4136483	SLEEP NUMBER INNER CIRCLE
Registration Number:	4739290	AIRFIT
Registration Number:	4998409	DUALAIR TECHNOLOGY INSIDE
Registration Number:	4491833	LUXFIT
Registration Number:	4552344	CLIMATEFIT
Registration Number:	4338429	LOONA THE SLEEP TIGHT GAME
Registration Number:	4661689	COMFORT. INDIVIDUALIZED.
Serial Number:	85751255	
Serial Number:	85751259	
Registration Number:	4420145	DUALTEMP
Registration Number:	4696641	PLUSHFIT
Registration Number:	4510326	THE ONLY BED THAT KNOWS YOU.
Registration Number:	4713336	KNOW BETTER SLEEP
Registration Number:	4609411	FLEXTOP
Serial Number:	86237931	FLEXTOP
Registration Number:	4684538	TECH-E
Registration Number:	5176862	SLEEPIQ KIDS
Registration Number:	5176863	SLEEPIQ KIDS
Registration Number:	5176864	SMART BED FOR SMART KIDS
Registration Number:	5172001	TONIGHT BEDTIME. TOMORROW THE WORLD.
Registration Number:	5172002	FAMILY CONNECTED, SLEEP PERFECTED
Registration Number:	5176865	THE ONLY BED THAT GROWS WITH THEM
Registration Number:	4799095	PROBABLY THE BEST BED IN THE WORLD
Registration Number:	4981013	SLEEP NUMBER
Registration Number:	4880474	

CORRESPONDENCE DATA

Fax Number: 2149813400

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.

Phone: 214-981-3483

Email: dclark@sidley.com

Correspondent Name: DUSAN CLARK, ESQ.

Address Line 1: SIDLEY AUSTIN LLP

Address Line 2: 2021 MCKINNEY AVE., SUITE 2000

Address Line 4: DALLAS, TEXAS 75201

ATTORNEY DOCKET NUMBER: 40106-31340

NAME OF SUBMITTER: Dusan Clark

SIGNATURE: /Dusan Clark/

DATE SIGNED:

02/15/2018

Total Attachments: 10

source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page1.tif
source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page2.tif
source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page3.tif
source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page4.tif
source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page5.tif
source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page6.tif
source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page7.tif
source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page8.tif
source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page9.tif
source=USB_Sleep Number_ Assignment of IP Security Agreement (Sleep Number Corporation)
228934651_1#page10.tif

**ASSIGNMENT OF SHORT FORM INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF SHORT FORM INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this “**Assignment**”), dated as of February 14, 2018, is by and between **KEYBANK NATIONAL ASSOCIATION** (individually, “**KeyBank**”), acting in its capacity as the current and resigning administrative agent (in such capacity, the “**Retiring Agent**”) and **U.S. BANK NATIONAL ASSOCIATION** (individually, “**U.S. Bank**”), acting in its capacity as the successor administrative agent (in such capacity, the “**Successor Agent**”).

RECITALS:

WHEREAS, Sleep Number Corporation (formerly known as Select Comfort Corporation), a Minnesota corporation, and Retiring Agent are parties to those certain short form intellectual property security agreements identified in Exhibit A attached hereto (as the same may have been amended, restated, supplemented or otherwise modified from time to time, collectively, the “**Agreements**”) covering certain intellectual property, including those set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Amended and Restated Credit Agreement by and among, Sleep Number Corporation, U.S. Bank, as Successor Agent and the lenders party thereto (x) Retiring Agent has been discharged from its rights, duties and obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and (y) Successor Agent has assumed such rights, duties and obligations under, among other documents, the Agreements, in each instance, in the capacity as administrative agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

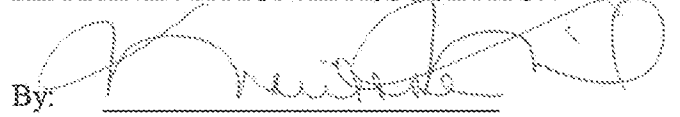
This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

- Remainder of Page Intentionally Left Blank; Signature Page Follows -

IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

KEYBANK NATIONAL ASSOCIATION

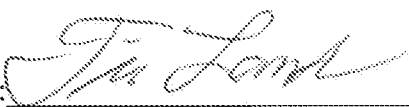
By: 

Name: Marianne Meil

Its: Senior Vice President

SUCCESSOR AGENT:

U.S. BANK NATIONAL ASSOCIATION

By: 

Name: Tim Landro

Title: Vice President

EXHIBIT A

Short Form Intellectual Property Security Agreement dated as of September 9, 2015 and recorded with the United States Patent and Trademark Office on September 11, 2015 at Reel 036587, Frame 0099 and Reel 5621, Frame 0893 and recorded with the United States Copyright Office on September 16, 2015 at Volume 9927 and Document Number 811.

EXHIBIT B

U.S. Patents recorded at Reel 036587, Frame 0099

1. INFLATABLE MATTRESS WITH IMPROVED BORDER SUPPORT WALL	
Inventors: JOHN J. SHOENHAIR	
5642546	08538404
Jul 1, 1997	Sep 19, 1995
2. INFLATABLE MATTRESS WITH IMPROVED BORDER SUPPORT WALL	
Inventors: JOHN J. SHOENHAIR	
5765246	08782058
Jun 16, 1998	Jan 13, 1997
3. VALVE ENCLOSURE ASSEMBLY	
Inventors: JAMES EDWIN GIFFT, PAUL JAMES MAHONEY	
5904172	08901144
May 18, 1999	Jul 28, 1997
4. MULTI-ZONE SUPPORT	
Inventors: KEVIN WARD, STEVE HAWKINS	
6202239	09257404
Mar 20, 2001	Feb 25, 1999
5. AIR MATTRESS FOR A SLEEPER SOFA	
Inventors: DIETER H. KRAFT, DARREN M. MCKIM, TROY W. LARSON, JAMES A. FLANEGAN	
6108844	09266392
Aug 29, 2000	Mar 11, 1999
6. SLEEPER SOFA WITH AN AIR MATTRESS	
Inventors: DIETER H. KRAFT, DARREN M. MCKIM, TROY W. LARSON, JAMES A. FLANEGAN	
6161231	09266540
Dec 19, 2000	Mar 11, 1999
7. SYSTEM AND METHOD FOR SLEEP SURFACE ADJUSTMENT	
Inventors: SUSAN MECHACHE	
6397419	09522484
Jun 4, 2002	Mar 10, 2000
8. AIR MATTRESS CONTROL SYSTEM AND METHOD	
Inventors: ERIC S. ROSE, DAVID E. KARR, RONALD D. CRANFORD	
6686711	20020091467 10002992
Feb 3, 2004	Jul 11, 2002 Nov 15, 2001
9. CORNER PIECE FOR A SOFT-SIDED MATTRESS	
Inventors: JAMES D. GABOURY, JAMES E. GIFFT, ANNA KHORUTS, DANIEL J. KOUGHAN	
6708357	20030131418 10047068
Mar 23, 2004	Jul 17, 2003 Jan 14, 2002
10. INTERACTIVE AIR BED	

Inventors: PAUL J. MAHONEY, PETER S. BILS, TROY C. LANZ SR., ROBERT OSTMAN	
6763541	20020184711 10165108
Jul 20, 2004	Dec 12, 2002 Jun 7, 2002
11. LEG AND BRACKET ASSEMBLY FOR A BED FOUNDATION	
Inventors: JAMES D. GABOURY, JAMES E. GIFFT, DANIEL J. KOUGHAN, BRIAN C. BETH, DONALD J. SMITH, MICHAEL A. ANDREINI, ALAN L. CARLSON, KEVIN J. WARD	
6883191	20030079284 10284634
Apr 26, 2005	May 1, 2003 Oct 31, 2002
12. BED FOUNDATION	
Inventors: JAMES D. GABOURY, JAMES E. GIFFT, MICHAEL A. ANDREINI, ALAN L. CARLSON, DONALD J. SMITH, BRIAN C. BETH, KEVIN J. WARD	
6832397	20040128761 10742173
Dec 21, 2004	Jul 8, 2004 Dec 19, 2003
13. SLEEPING SURFACE HAVING TWO LONGITUDINALLY CONNECTED BLADDERS WITH A SUPPORT MEMBER	
Inventors: DANIEL J. KOUGHAN, TRACY THOMPSON, DARRYL L. SCHMITZ, JENNIFER BERTRAM	
7865988	20070277325 11753387
Jan 11, 2011	Dec 6, 2007 May 24, 2007
14. SYSTEM AND METHOD FOR DETECTING A LEAK IN AN AIR BED	
Inventors: PAUL JAMES MAHONEY	
8336369	20100206051 12600398
Dec 25, 2012	Aug 19, 2010 Nov 16, 2009
15. SYSTEM AND METHOD FOR IMPROVED PRESSURE ADJUSTMENT	
Inventors: PAUL JAMES MAHONEY, MATHEW GLEN HILDEN, MATTHEW WAYNE TILSTRA	
8769747	20110138539 12936084
Jul 8, 2014	Jun 16, 2011 Oct 1, 2010
16. SYSTEM AND METHOD FOR DETECTING A LEAK IN AN AIR BED	
Inventors: PAUL JAMES MAHONEY	
8931329	20140007656 13724818
Jan 13, 2015	Jan 9, 2014 Dec 21, 2012
17. PARTNER SNORE FEATURE FOR ADJUSTABLE BED FOUNDATION	
Inventors: STACY STUSYNSKI, YI-CHING CHEN, JOHN MCGUIRE	
8984687	20140259419 13803671
Mar 24, 2015	Sep 18, 2014 Mar 14, 2013
18. MULTI-ZONE FLUID CHAMBER AND MATTRESS SYSTEM	
Inventors: JOHN MCGUIRE, WADE DANIEL PALASHEWSKI, SAURABH CHHAPARWAL, KODY KARSCHNIK	
8966689	20140137332 13828985
Mar 3, 2015	May 22, 2014 Mar 14, 2013
19. SHEET FOR A SPLIT-TOP ADJUSTABLE BED	
Inventors: WADE DANIEL PALASHEWSKI, ERIC ROSE, LORI MACLACHLAN	
8973183	14146327
Mar 10, 2015	Jan 2, 2014

20. SYSTEM AND METHOD FOR ADJUSTING SETTINGS OF A BED WITH A REMOTE CONTROL	
Inventors: JOE FLEURY, MARK DICKENS	
8893339	20140259431 14206892
Nov 25, 2014	Sep 18, 2014 Mar 12, 2014
21. REMOTE CONTROL	
Inventors: DAVID COPELAND, LUIS PEDRAZA, MICHAEL ANDREINI	
D502929	29200739
Mar 15, 2005	Mar 2, 2004
22. REMOTE CONTROL	
Inventors: JEFF INGHAM, JOE FLEURY, MARK DICKENS, YVES BEHAR, NICK CRONAN, JENNY OLSON, CHAD GUNDELACH	
D691118	29449209
Oct 8, 2013	Mar 14, 2013
23. REMOTE CONTROL	
Inventors: JEFF INGHAM, JOE FLEURY, MARK DICKENS, YVES BEHAR, NICK CRONAN, JENNY OLSON, CHAD GUNDELACH	
D698338	29449245
Jan 28, 2014	Mar 14, 2013
24. REMOTE CONTROL	
Inventors: STACY STUSYNSKI, YI-CHING CHEN, JOHN MCGUIRE	
D697874	29449793
Jan 21, 2014	Mar 15, 2013
25. AIR PUMP	
Inventors: ANTHONY JOHN SHAKAL, SCOTT JAMES BIRGIN, YVES BEHAR, JOSHUA TREE MORENSTEIN, JENNY OLSON	
D701536	29461744
Mar 25, 2014	Jul 26, 2013
26. TABLET OR LAPTOP SUPPORT CUSHION	
Inventors: REBECCA KARNES-TOOTH, LORI MACLACHLAN, JOSEPH E. BLAZAR	
D728254	29491319
May 5, 2015	May 20, 2014

U.S. TMs recorded at Reel 5621, Frame 0893

1	Serial #: <u>73785220</u> Mark: SELECT COMFORT	Filing Dt: 03/07/1989	Reg #: <u>1581562</u>	Reg. Dt: 02/06/1990
2	Serial #: <u>74530831</u> Mark: COMFORT CLUB	Filing Dt: 05/31/1994	Reg #: <u>2042605</u>	Reg. Dt: 03/11/1997
3	Serial #: <u>74645357</u> Mark: SELECT COMFORT	Filing Dt: 03/13/1995	Reg #: <u>1976214</u>	Reg. Dt: 05/28/1996
4	Serial #: <u>74645375</u> Mark:	Filing Dt: 03/13/1995	Reg #: <u>1954866</u>	Reg. Dt: 02/06/1996

5	Serial #: <u>75649219</u> Mark: SLEEP BETTER ON AIR	Filing Dt: 02/26/1999	Reg #: <u>2326197</u>	Reg. Dt: 03/07/2000
6	Serial #: <u>76122213</u> Mark: SLEEP NUMBER	Filing Dt: 09/05/2000	Reg #: <u>2753633</u>	Reg. Dt: 08/19/2003
7	Serial #: <u>77119753</u> Mark: TAKE CONTROL OF YOUR SLEEP	Filing Dt: 03/01/2007	Reg #: <u>3576817</u>	Reg. Dt: 02/17/2009
8	Serial #: <u>77404039</u> Mark: IT'S THE BED THAT COUNTS	Filing Dt: 02/22/2008	Reg #: <u>3640679</u>	Reg. Dt: 06/16/2009
9	Serial #: <u>77404059</u> Mark: PILLOW[OLOGY]	Filing Dt: 02/22/2008	Reg #: <u>3628199</u>	Reg. Dt: 05/26/2009
10	Serial #: <u>78026445</u> Mark: SLEEP NUMBER	Filing Dt: 09/18/2000	Reg #: <u>2518299</u>	Reg. Dt: 09/10/2002
11	Serial #: <u>78026452</u> Mark: SLEEP NUMBER	Filing Dt: 09/18/2000	Reg #: <u>2641945</u>	Reg. Dt: 10/22/2002
12	Serial #: <u>78125228</u> Mark: SELECT COMFORT	Filing Dt: 04/30/2002	Reg #: <u>2802623</u>	Reg. Dt: 01/06/2004
13	Serial #: <u>78125243</u> Mark:	Filing Dt: 04/30/2002	Reg #: <u>2803624</u>	Reg. Dt: 01/06/2004
14	Serial #: <u>78157191</u> Mark: WHAT'S YOUR SLEEP NUMBER?	Filing Dt: 08/23/2002	Reg #: <u>2702762</u>	Reg. Dt: 04/01/2003
15	Serial #: <u>78210882</u> Mark: INTRALUX	Filing Dt: 02/04/2003	Reg #: <u>2860124</u>	Reg. Dt: 07/06/2004
16	Serial #: <u>78277200</u> Mark: GRIDZONE	Filing Dt: 09/22/2004	Reg #: <u>3137303</u>	Reg. Dt: 08/29/2006
17	Serial #: <u>85015144</u> Mark: INDIVIDUALFIT	Filing Dt: 04/15/2010	Reg #: <u>4023525</u>	Reg. Dt: 09/06/2011
18	Serial #: <u>85035459</u> Mark: PILLOWFIT	Filing Dt: 05/11/2010	Reg #: <u>3986953</u>	Reg. Dt: 06/28/2011
19	Serial #: <u>85035468</u> Mark: COMFORTFIT	Filing Dt: 05/11/2010	Reg #: <u>4003582</u>	Reg. Dt: 07/26/2011
20	Serial #: <u>85214071</u> Mark: SLEEP NUMBER INNER CIRCLE	Filing Dt: 01/10/2011	Reg #: <u>4136483</u>	Reg. Dt: 05/01/2012
21	Serial #: <u>85359265</u> Mark: AIRFIT	Filing Dt: 06/20/2011	Reg #: <u>4739290</u>	Reg. Dt: 05/19/2015
22	Serial #: <u>85363543</u> Mark: DUALAIR TECHNOLOGY INSIDE	Filing Dt: 07/05/2011	Reg #: <u>4998409</u>	Reg. Dt: 07/12/2016
23	Serial #: <u>85649791</u> Mark: LUXFIT	Filing Dt: 06/12/2012	Reg #: <u>4491833</u>	Reg. Dt: 03/04/2014
24	Serial #: <u>85795206</u> Mark: CLIMATEFIT	Filing Dt: 08/16/2012	Reg #: <u>4552344</u>	Reg. Dt: 06/17/2014
25	Serial #: <u>85737339</u> Mark: LOONA THE SLEEP TIGHT GAME	Filing Dt: 09/25/2012	Reg #: <u>4338429</u>	Reg. Dt: 05/21/2013
26	Serial #: <u>85739784</u>	Filing Dt: 09/27/2012	Reg #: <u>4661689</u>	Reg. Dt: 12/30/2014

	Mark: COMFORT. INDIVIDUALIZED.			
27	Serial #: <u>85751255</u> Mark:	Filing Dt: 10/11/2012	Reg #: NONE	Reg. Dt:
28	Serial #: <u>85751259</u> Mark:	Filing Dt: 10/11/2012	Reg #: NONE	Reg. Dt:
29	Serial #: <u>85926817</u> Mark: DUALTEMP	Filing Dt: 05/08/2013	Reg #: <u>4420145</u>	Reg. Dt: 10/15/2013
30	Serial #: <u>85951431</u> Mark: PLUSHFIT	Filing Dt: 06/05/2013	Reg #: <u>4696641</u>	Reg. Dt: 03/03/2015
31	Serial #: <u>86044321</u> Mark: THE ONLY BED THAT KNOWS YOU.	Filing Dt: 08/21/2013	Reg #: <u>4510326</u>	Reg. Dt: 04/08/2014
32	Serial #: <u>86059712</u> Mark: KNOW BETTER SLEEP	Filing Dt: 08/28/2013	Reg #: <u>4713336</u>	Reg. Dt: 03/31/2015
33	Serial #: <u>86128805</u> Mark: FLEXTOP	Filing Dt: 02/20/2014	Reg #: <u>4602411</u>	Reg. Dt: 09/23/2014
34	Serial #: <u>86237931</u> Mark: FLEXTOP	Filing Dt: 03/31/2014	Reg #: NONE	Reg. Dt:
35	Serial #: <u>86317472</u> Mark: TECH-E	Filing Dt: 06/23/2014	Reg #: <u>4684538</u>	Reg. Dt: 02/10/2015
36	Serial #: <u>86496744</u> Mark: SLEEP IQ KIDS	Filing Dt: 01/06/2015	Reg #: <u>5176862</u>	Reg. Dt: 04/04/2017
37	Serial #: <u>86496778</u> Mark: SLEEP IQ KIDS	Filing Dt: 01/06/2015	Reg #: <u>5176863</u>	Reg. Dt: 04/04/2017
38	Serial #: <u>86496807</u> Mark: SMART BED FOR SMART KIDS	Filing Dt: 01/06/2015	Reg #: <u>5176864</u>	Reg. Dt: 04/04/2017
39	Serial #: <u>86496833</u> Mark: TONIGHT BEDTIME. TOMORROW THE WORLD.	Filing Dt: 01/06/2015	Reg #: <u>5172001</u>	Reg. Dt: 03/28/2017
40	Serial #: <u>86496842</u> Mark: FAMILY CONNECTED, SLEEP PERFECTED	Filing Dt: 01/06/2015	Reg #: <u>5172002</u>	Reg. Dt: 03/28/2017
41	Serial #: <u>86496844</u> Mark: THE ONLY BED THAT GROWS WITH THEM	Filing Dt: 01/06/2015	Reg #: <u>5176865</u>	Reg. Dt: 04/04/2017
42	Serial #: <u>86497979</u> Mark: PROBABLY THE BEST BED IN THE WORLD	Filing Dt: 01/07/2015	Reg #: <u>4799095</u>	Reg. Dt: 08/25/2015
43	Serial #: <u>86624938</u> Mark: SLEEP NUMBER	Filing Dt: 05/11/2015	Reg #: <u>4981013</u>	Reg. Dt: 06/21/2016
44	Serial #: <u>86624956</u> Mark:	Filing Dt: 05/11/2015	Reg #: <u>4880474</u>	Reg. Dt: 01/05/2016

U.S. Copyrights recorded at Volume 9927 and Document Number 811

Copyright	Reg. No.	Reg. Date
Get the best night's sleep ever	TX 4236085	11-JUL-1996
Select comfort: letter from the president	TX 4236087	11-JUL-1996
Why Select Comfort outperforms innersprings and waterbeds for support	TX 5236086	11-JUL-1996