

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM462250

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: 14			
Property Type	Number	Word Mark	
Registration Number:	1275216	COMFORTAIRE	
Registration Number:	2999419	CERENITY	
Registration Number:	2366271	CIRRUS	
Registration Number:	2382939	CERULEAN HP	
Registration Number:	2698412	ROYALAIRE	
Registration Number:	2506794	CELENIA	
Registration Number:	2767623	HEALTHY CHOICE COLLECTION	
Registration Number:	2870116	DREAMAIRE	
Registration Number:	3043493	COMFORTAIRE...COMFORT FOR LIFE	
Registration Number:	3055175	WHISPERFLO	
Registration Number:	4463046	INDIVIDUALIZED SLEEP EXPERIENCES	
Registration Number:	4605824	SLEEP IQ	
Serial Number:	85940173	YOU'RE MORE THAN JUST A NUMBER TO US	
Registration Number:	4717143	THE MAGIC IS IN THE AIR	
CORRESPONDENCE DATA			
Fax Number:	2149813400		
<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>			

CH \$365.00 1275216

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: 6

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**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, Select Comfort SC 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

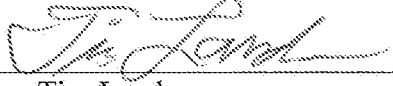
By: 

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 036586, Frame 0832 and Reel 5621, Frame 0628.

EXHIBIT B

U.S. Patents recorded at Reel 036586, Frame 0832

1. HIGH-PROFILE MATTRESS HAVING AN UPPER LOW-PROFILE MODULE WITH AN AIR POSTURIZING SLEEP SURFACE	
Inventors: ERIC ROSE	
6804848	10389173
Oct 19, 2004	Mar 14, 2003
2. AIR SLEEP SYSTEM WITH DUAL ELEVATING AIR POSTURIZING SLEEP SURFACES	
Inventors: ERIC S. ROSE	
7389554	11173543
Jun 24, 2008	Jul 1, 2005

U.S. TMs recorded at Reel 5621, Frame 0628

1	Serial #: 73354206 Mark: COMFORTAIRE	Filing Dt: 03/12/1982	Reg #: 1275216	Reg. Dt: 04/24/1984
2	Serial #: 75752136 Mark: CERENITY	Filing Dt: 07/15/1999	Reg #: 2999419	Reg. Dt: 09/27/2005
3	Serial #: 75752137 Mark: CIRRUS	Filing Dt: 07/15/1999	Reg #: 2366271	Reg. Dt: 07/11/2000
4	Serial #: 75752138 Mark: CERULEAN HP	Filing Dt: 07/15/1999	Reg #: 2382939	Reg. Dt: 09/05/2000
5	Serial #: 76180563 Mark: ROYALAIR	Filing Dt: 12/13/2000	Reg #: 2698412	Reg. Dt: 03/18/2003
6	Serial #: 76194339 Mark: CELENIA	Filing Dt: 01/16/2001	Reg #: 2506794	Reg. Dt: 11/13/2001
7	Serial #: 76312142 Mark: HEALTHY CHOICE COLLECTION	Filing Dt: 09/13/2001	Reg #: 2767623	Reg. Dt: 09/23/2003
8	Serial #: 76389514 Mark: DREAMAIRE	Filing Dt: 04/01/2002	Reg #: 2870116	Reg. Dt: 08/03/2004
9	Serial #: 76587575 Mark: COMFORTAIRE...COMFORT FOR LIFE	Filing Dt: 04/20/2004	Reg #: 3043493	Reg. Dt: 01/17/2006
10	Serial #: 78567409 Mark: WHISPERFLO	Filing Dt: 02/15/2005	Reg #: 3055175	Reg. Dt: 01/31/2006
11	Serial #: 85291335 Mark: INDIVIDUALIZED SLEEP EXPERIENCES	Filing Dt: 04/11/2011	Reg #: 4463046	Reg. Dt: 01/07/2014
12	Serial #: 85419869 Mark: SLEEP IQ	Filing Dt: 09/12/2011	Reg #: 4605824	Reg. Dt: 09/16/2014

13	Serial #: 85940173 Filing Dt: 05/22/2013 Reg #: NONE Reg. Dt: Mark: YOU'RE MORE THAN JUST A NUMBER TO US
14	Serial #: 85981085 Filing Dt: 04/12/2012 Reg #: 4717143 Reg. Dt: 04/07/2015 Mark: THE MAGIC IS IN THE AIR