

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM499640

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/28/2018
SEQUENCE:	1

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fosbrooke, Inc.		09/28/2018	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Lion Newco, LLC
Street Address:	3560 Lenox Road, Suite 1100
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30326
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 36

Property Type	Number	Word Mark
Registration Number:	5490964	& FRAME
Registration Number:	5229256	&
Registration Number:	5305851	& PILLOW
Registration Number:	5436262	& POUCH
Registration Number:	5316489	& SHEETS
Registration Number:	5443885	MATTRESS STORES ARE GREEDY
Registration Number:	5394117	TUFT & NEEDLE & PILLOW
Registration Number:	5173090	SNOOZEDUES
Registration Number:	4836760	T&N
Registration Number:	5115227	T&N ADAPTIVE
Registration Number:	5233659	T&N
Registration Number:	5604917	T&N TUFT & NEEDLE TUFT & NEEDLE
Registration Number:	5083389	TN
Registration Number:	5247908	TN.COM
Registration Number:	4616761	TUFT & NEEDLE
Registration Number:	5267021	TUFT & NEEDLE
Registration Number:	5595965	TUFT & NEEDLE

OP \$915.00 5490964

Property Type	Number	Word Mark
Registration Number:	4836761	TUFT & NEEDLE
Registration Number:	5242547	TUFT & NEEDLE
Registration Number:	4964252	TUFT & NEEDLE
Registration Number:	5143379	WAKE UP BETTER
Registration Number:	5197050	WE CHARGE WHAT WE NEED, NOT WHAT WE CAN
Serial Number:	86601205	&
Serial Number:	87573452	& PROTECTOR
Serial Number:	88015382	BEDS FOR SMART PEOPLE
Serial Number:	87740540	MINT
Serial Number:	88076111	NOD
Serial Number:	86601200	T&N
Serial Number:	87046756	THE HATE LIST
Serial Number:	87328669	THE PEOPLE'S STANDARD
Serial Number:	87177368	TN.COM
Serial Number:	86926977	TRUTH
Serial Number:	86601194	TUFT & NEEDLE
Serial Number:	86729016	WAKE UP BETTER
Serial Number:	86966296	MATTRESS STORES ARE GREEDY
Serial Number:	87512565	DEAR MATTRESS INDUSTRY

CORRESPONDENCE DATA

Fax Number: 2028576395

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: 2023503695

Email: TMDOCKET@arentfox.com

Correspondent Name: Diana S. Bae

Address Line 1: Arent Fox LLP 1717 K Street, NW

Address Line 4: Washington, D.C. 20006

ATTORNEY DOCKET NUMBER:	035503.00000
NAME OF SUBMITTER:	N. Christopher Norton
SIGNATURE:	/N. Christopher Norton/
DATE SIGNED:	11/26/2018

Total Attachments: 3
source=Cert. of Merger 2018.09.28 (Fosbrooke Inc) into LION NEWCO LLC - DE (004)#page1.tif
source=Cert. of Merger 2018.09.28 (Fosbrooke Inc) into LION NEWCO LLC - DE (004)#page2.tif
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Delaware

The First State

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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:

"FOSBROOKE, INC.", A DELAWARE CORPORATION,

WITH AND INTO "LION NEWCO, LLC" UNDER THE NAME OF "LION NEWCO, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2018, AT 9:28 O`CLOCK A.M.

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




Jeffrey W. Bullock, Secretary of State

7019666 8100M
SR# 20186884895

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

Authentication: 203512177
Date: 09-28-18

TRADEMARK
REEL: 006489 FRAME: 0152

CERTIFICATE OF MERGER
FOR THE MERGER OF

FOSBROOKE, INC.
WITH AND INTO
LION NEWCO, LLC

September 28, 2018

Pursuant to Section 264 of the General Corporation Law of the State of Delaware (the "DGCL") and Section 209 of the Limited Liability Company Act of the State of Delaware (the "LLC Act"), Lion Newco, LLC, a Delaware limited liability company (the "LLC"), in connection with the merger of Fosbrooke, Inc., a Delaware corporation (the "Corporation"), with and into the LLC (the "Merger"), hereby certifies as follows:

FIRST: The name and state of incorporation of each of the constituent entities to this merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Fosbrooke, Inc.	Delaware
Lion Newco, LLC	Delaware

SECOND: The Agreement and Plan of Merger, dated as of August 20, 2018, by and among Dawn Holdings, Inc., Serta Simmons Bedding, LLC, the Corporation, Lion Merger Sub 1, Inc., the LLC and Fortis Advisors LLC (the "Agreement") has been approved, adopted, certified, executed and acknowledged by each of LLC and the Corporation in accordance with the requirements of Section 209 of the LLC Act and Section 264 of the DGCL.

THIRD: The LLC shall be the surviving entity of the Merger (the "Surviving Entity") and shall continue its existence as said Surviving Entity under its present name, Lion Newco, LLC.

FOURTH: The Merger shall be effective immediately upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware (the "Effective Time").

FIFTH: The Certificate of Formation of the LLC, as in effect immediately prior to the Effective Time, shall be the Certificate of Formation of the Surviving Entity.

SIXTH: The executed Agreement is on file at the principal place of business of the Surviving Entity, the address of which is: 3560 Lenox Road, Suite 1100, Atlanta, GA 30326.

SEVENTH: A copy of the Agreement will be furnished by the Surviving Entity, on request and without cost, to any stockholder of the Corporation or any member of the LLC.

IN WITNESS WHEREOF, the undersigned authorized officer of the Surviving Entity has executed this Certificate of Merger as of the date set forth above.

LION NEWCO, LLC,
a Delaware limited liability company

By: 
Name: Kristen K. McGuffey
Its: Secretary

[SIGNATURE PAGE TO CERTIFICATE OF MERGER]