

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM517135

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Assignment of the Security Interest		
SEQUENCE:	1		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TEMPUR WORLD, LLC		04/01/2019	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Sleep Outfitters USA, LLC		
Street Address:	1000 TEMPUR WAY LEXINGTON		
City:	LEXINGTON		
State/Country:	KENTUCKY		
Postal Code:	40511		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 16			
Property Type	Number	Word Mark	
Registration Number:	2776269	SLEEP OUTFITTERS	
Registration Number:	2943372	IMS	
Registration Number:	2943371	INNOVATIVE MATTRESS SOLUTIONS	
Registration Number:	1237826	MATTRESS WAREHOUSE	
Registration Number:	1949000	MATTRESS WAREHOUSE	
Registration Number:	3652314	OUTFITTING YOU FOR A HEALTHY LIFE	
Registration Number:	3834657	SLEEP LIKE A CHAMPION PLAY LIKE A CHAMPI	
Registration Number:	5087701	OUTFITTERS COLLECTION	
Registration Number:	5001556	SLEEP OUTFITTERS	
Registration Number:	5001557	SLEEP OUTFITTERS	
Registration Number:	5001559	IMS INNOVATIVE MATTRESSSS SOLUTIONS	
Registration Number:	4901960	SLEEP LIKE A CHAMPION	
Registration Number:	5200005	MAKE IT GREAT WHEN YOU ELEVATE	
Registration Number:	5444767	OUTFITTERS TO GO	
Registration Number:	4485321	UDREAM	
Registration Number:	4425208	UDREAM	
CORRESPONDENCE DATA			
TRADEMARK			

CH \$415.00 2776269

Fax Number: 3125548015

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: 312-554-8000

Email: BLC@pattishall.com, kep@pattishall.com

Correspondent Name: Bradley L. Cohn

Address Line 1: 200 South Wacker Drive, Suite 2900

Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	2772-028
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NAME OF SUBMITTER:	Bradley L. Cohn
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SIGNATURE:	/bradleycohn/
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DATE SIGNED:	04/03/2019
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Total Attachments: 2

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ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT

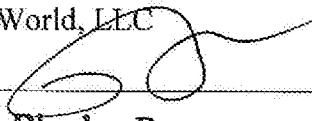
WHEREAS, Tempur World, LLC (the "DIP Lender") and Knopf Systems, LLC (the "Grantor") entered into that certain Pledge and Security Agreement dated as of February 28, 2019 (the "Pledge and Security Agreement"), pursuant to which Grantor granted to the DIP Lender a security interest in the Trademark Collateral (as defined in the Trademark Security Agreement);

WHEREAS, pursuant to the Pledge and Security Agreement, DIP Lender and Grantor entered into that certain Trademark Security Agreement, dated as of February 28, 2019 (the "Trademark Security Agreement"), memorializing DIP Lender's security interest in and continuing lien on the Trademark Collateral (as defined in the Trademark Security Agreement), including those listed in the attached Schedule A, and registered such security interest and lien with the United States Patent and Trademark Office at Reel/Frame 6579/0546 (such security interest and lien, the "Security Interest"); and




WHEREAS, Sleep Outfitters USA, LLC (the "New DIP Lender"), is acquiring from DIP Lender the Pledge and Security Agreement and all rights therein, including the accompanying Security Interest.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, DIP Lender does hereby assign to New DIP Lender all right, title and interest in and to the Trademark Security Agreement and the Security Interest, including its security interest in and lien on the trademarks listed in Schedule A, registered with the United States Patent and Trademark Office at Reel/Frame 6579/0546.

EXECUTED and **EFFECTIVE** as of April 1, 2019 at 9:15 A.M., Eastern Standard Time.

Tempur World, LLC
By: 
Name: Bhaskar Rao
Title: EVP and CFO

SCHEDULE A

Mark	Serial No.	Filing Date	Registration No.	Registration Date
Sleep Outfitters	76241663	April 17, 2001	2,776,269	10/21/2003
IMS	76531524	July 18, 2003	2,943,372	04/26/2005
INNOVATIVE MATTRESS SOLUTIONS	76531523	July 18, 2003	2,943,371	April 26, 2005
	73368303	June 7, 1982	1,237,826	05/10/1983
MATTRESS WAREHOUSE	74637490	February 23, 1995	1,949,000	01/16/1996
Outfitting you for a healthy life	77461070	April 29, 2008	3,652,314	07/07/2009
Sleep like a champion play like a champion	77912170	January 14, 2010	3,834,657	08/17/2010
Outfitters Collection	86698371	July 20, 2015	5,087,701	11/22/2016
	86700061	July 21, 2015	5,001,556	07/19/2016
Sleep Outfitters	86700126	July 21, 2015	5,001,557	07/19/2016
	86700184	July 21, 2015	5,001,559	07/19/2016
Sleep like a champion	86703035	July 23, 2015	4,901,960	02/16/2016
Make it great when you elevate	87/211,519	10/21/2016	5200005	May 9, 2017
Outfitters to Go	87/392,427	03/30/2017	5444767	April 10, 2018
UDREAM	86043520	August 21, 2013	4485321	February 18, 2014
UDREAM	85878938	March 18, 2013	4425208	October 29, 2013