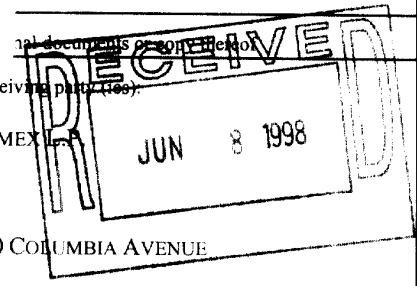


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To the Honorable Commissioner of P

1. Name of conveying party(ies):  
(1) CRAIN INDUSTRIES, INC.

2. Name and address of receiving party (ies):

Name: FOAMEX  
Internal Address:  
Street Address: 1000 COLUMBIA AVENUE  
City: LINWOOD State: PA Zip: 19061

Additional name(s) of conveying party(ies) attached? Yes  No

Additional name(s) address(es) attached? Yes  No

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other

Execution Date: May 29, 1998

4. Application number (s) or patent number (s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s) B. Patent No.(s) 4,899,405 and 5,327,597

Additional numbers attached? Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Patricia Smink Rogowski  
CONNOLLY AND HUTZ

Internal Address: POST OFFICE BOX 2207

Street Address: 1220 MARKET STREET

City: WILMINGTON State: DE Zip: 19899

6. Total Number of applications and patents involved: (2)

7. Total Fee (37 CFR 3.41) \$ 80.00

Enclosed: \$80.00

Authorized to be charged to deposit account

8. Deposit account number: 03-2775

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Patricia Smink Rogowski  
Name of Person Signing Reg. 33,791

*Patricia S. Rogowski*  
Signature

June 5, 1998  
Date

Attorney Docket #: 124-534/535

Total number of pages including cover sheet, attachments, and document: (3)

OMB No. 0651-0011 (exp. 4/94)

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**PATENT ASSIGNMENT**

This Agreement is made this ~~27th~~ day of May, 1998 between Crain Industries, Inc., a Delaware corporation having its principal place of business at 101 South Hanley Road, St. Louis, Missouri 63105 ("Assignor"), and Foamex L.P., a Delaware limited partnership having its principal place of business at 1000 Columbia Avenue, Linwood, Pennsylvania 19061 ("Assignee").


WHEREAS, Assignor owns all right, title and interest in and to U.S. Patents 4,899,405 and 5,327,597 and wishes to assign the '405 and '597 patents to Assignee; and

WHEREAS, Assignee is desirous of acquiring all Assignor's right, title and interest in and to the '405 and '597 patents.

NOW THEREFORE, in consideration of the mutual conditions and agreements set forth in that certain Agreement and Plan of Merger, dated as of December 8, 1997, by and between Foamex International Inc. and Crain Holdings Corp., among others, and for other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee all of its right, title and interest in and to the '405 and '597 patents, and all continuations, renewals, extensions and reissues relating thereto, together with the right to recover damages and profits and all other remedies for past infringements thereof.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of the date hereof.

CRAIN INDUSTRIES, INC.

By:   
Name: GEORGE L. KARPINSKI  
Title: Vice President

ACKNOWLEDGED AND ACCEPTED  
AS OF THE DATE SET FORTH ABOVE

FOAMEX L.P.

By:   
Name: GEORGE L. KARPINSKI  
Title: Vice President

