

Form PTO-1595 (Rev. 03/01) **RECORDATION FORM COVER SHEET** U.S. DEPARTMENT OF COMMERCE
 OMB No. 0851-0027 (exp. 5/31/2002) **PATENTS ONLY** U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

<p>1. Name of conveying party(ies): Michael S. DeFranks</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of Conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>September 15, 2003</u></p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Dreamwell, Ltd.</u> Internal Address: _____ Street Address: _____</p> <p><u>2325-B Renaissance Drive</u></p> <p>City: <u>Las Vegas</u> State: <u>NV</u> Zip: <u>89119</u></p> <p>Additional name(s) & address(es) attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
---	---

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

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

A. Patent Application No.(s): <u>10/661363</u>	B. Patent No.(s): _____
---	----------------------------

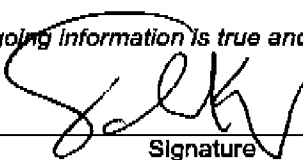
Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Edward J. Kelly</u> <u>ROPES & GRAY LLP</u></p> <p>Internal Address: <u>Atty. Dkt.: SMCY-P01-101</u> Street Address: <u>One International Place</u></p> <p>City: <u>Boston</u> State: <u>MA</u> Zip: <u>02110-2624</u></p>	<p>6. Total number of applications and patents involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Authorized to be charged to credit card (Form 2036 enclosed)</p> <p>8. Deposit account number: <u>18-1945</u> (Attach duplicate copy of this page if paying by deposit account)</p>
---	--

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.

<u>Edward J. Kelly - 38,936</u> Name of Person Signing	 Signature	<u>June 29, 2004</u> Date
---	--	------------------------------

Total number of pages including cover sheet, attachments, and documents: 5

I hereby certify that this correspondence is being facsimile transmitted to the Patent and Trademark Office, facsimile no. (703) 306-5995, on the date shown below.

Dated: 6-29-04 Signature: Denise Camerato (Denise Camerato)

CH \$40.00 18-1945 10661363

SMCY-P01-101

ASSIGNMENT

WHEREAS, the Undersigned has developed certain inventions described in U.S. patent application titled:

METHODS FOR MANUFACTURING INNER SPRING COILS

filed on 09/12/03, now U.S. Application No. 10/661,363 has full right to convey his entire interest, both legal and equitable, in and to said inventions free from all prior assignments, agreements, licenses, mortgages, security interests, or other encumbrances whatsoever; and

WHEREAS, DREAMWELL, LTD., ("ASSIGNEE"), a limited liability company organized and existing under the laws of the State of Nevada, having principal offices at 2325-B Renaissance Drive, Las Vegas, Nevada 89119, is desirous of acquiring the entire right, title and interest in and to said invention or inventions and any and all patents to be obtained therefor;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by the Undersigned, the Undersigned hereby sells, assigns and transfers unto said ASSIGNEE, its successors and assigns, his entire right, title and interest in and to said invention or inventions, as described in the aforesaid application and all applications resulting therefrom, including any and all divisions, continuations, continuations in part, substitute applications, and reissues or extensions thereof; and all resulting patents.

AND the Undersigned hereby authorizes and requests the issuing authority to issue any and all patents on said application or applications to said ASSIGNEE or its successors and assigns; the Undersigned agrees that the agent of record in said application shall hereinafter act on behalf of said ASSIGNEE.

AND, the Undersigned further agrees, without any further payment or compensation by said ASSIGNEE or its successors and assigns, to communicate to said ASSIGNEE, its representatives or agents or its successors and assigns, any facts relating to said invention or inventions including evidence for interference purposes or for other legal proceedings whenever requested; to testify in any interference or other legal proceedings, whenever requested; to execute and deliver, on request, all lawful papers required to make any of the foregoing provisions effective; and to generally do everything possible to aid said ASSIGNEE, its successors or assigns and nominees to secure, obtain and enforce proper patent protection for said invention or inventions in this or any foreign country.

SMCY-P01-101

The undersigned hereby authorizes Ropes & Gray, of One International Place, Boston, MA 02110, to insert hereon any further identification information necessary or desirable for recordation of this document.

WITNESS my hand this 15th day of September, 2003.

By: Michael DeFranks
Michael DeFranks

State of)
County of)

On this the 15th day of September 2003, before me personally appeared Michael DeFranks to me personally known, and known to me to be the person who signed the foregoing assignment, and acknowledged the signing of same as his free act and deed.

Barbara S. Anderson
Notary Public

My commission expires 6-29-04

BARBARA S. ANDERSON
Notary Public, Gwinnett County, Georgia
My Commission Expires June 29, 2004