

PATENT ASSIGNMENT COVER SHEET

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	TERMINATION AND RELEASE OF ABL INTELLECTUAL PROPERTY SECURITY AGREEMENT SUPPLEMENT
CONVEYING PARTY DATA	
Name	Execution Date
UBS AG, STAMFORD BRANCH, AS ADMINISTRATIVE AGENT	01/25/2023
RECEIVING PARTY DATA	
Name:	DREAMWELL, LTD.
Street Address:	2451 INDUSTRY AVENUE
City:	DORAVILLE
State/Country:	GEORGIA
Postal Code:	30360
Name:	SERTA SIMMONS BEDDING, LLC
Street Address:	2451 INDUSTRY AVENUE
City:	DORAVILLE
State/Country:	GEORGIA
Postal Code:	30360
Name:	TUFT & NEEDLE, LLC
Street Address:	735 W. GRAND AVENUE
City:	PHOENIX
State/Country:	ARIZONA
Postal Code:	85007
PROPERTY NUMBERS Total: 13	
Property Type	Number
Application Number:	17516115
Application Number:	17340187
Application Number:	17544079
Application Number:	16276382
Patent Number:	D888464
Application Number:	17670557
Application Number:	17482748
Application Number:	17217313
Application Number:	17226826
Patent Number:	D903364

Property Type	Number
Patent Number:	D955063
Patent Number:	D950984
Application Number:	17099557

CORRESPONDENCE DATA

Fax Number: (214)746-7777

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: 2147467700

Email: juan.arias@weil.com

Correspondent Name: VERONICA BONHAMGREGORY

Address Line 1: WEIL, GOTSHAL & MANGES LLP

Address Line 2: 200 CRESCENT COURT, SUITE 300

Address Line 4: DALLAS, TEXAS 75201-6950

NAME OF SUBMITTER:	VERONICA BONHAMGREGORY
SIGNATURE:	/VERONICA BONHAMGREGORY/
DATE SIGNED:	01/26/2023

Total Attachments: 7

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TERMINATION AND RELEASE OF
ABL INTELLECTUAL PROPERTY SECURITY AGREEMENT SUPPLEMENT

This TERMINATION AND RELEASE OF ABL INTELLECTUAL PROPERTY SECURITY AGREEMENT SUPPLEMENT, dated as of January 25, 2023 (this “**Termination and Release**”), from UBS AG, Stamford Branch under the ABL Pledge and Security Agreement referred to below (the “**Administrative Agent**”), to Dreamwell, Ltd., a Nevada limited liability company (“**Dreamwell**”), whose address is 2451 Industry Avenue, Doraville, GA 30360, Serta Simmons Bedding, LLC, a Delaware limited liability company, whose address is 2451 Industry Avenue, Doraville, GA 30360 (“**SSB**”), and Tuft & Needle, LLC, a Delaware limited liability company, whose address is 2541 Industry Avenue, Doraville, GA 30360 (“**T&N**”, and together with Dreamwell and SSB, the “**Grantors**” and each, a “**Grantor**”). Capitalized terms used herein and not otherwise defined shall have the meanings assigned to such terms in the ABL Pledge and Security Agreement referred to below.

A. Reference is made to (i) the ABL Pledge and Security Agreement dated as of November 8, 2016 (as the same may from time to time have been amended, restated, amended and restated, supplemented or otherwise modified from time to time prior to the date hereof, the “**Security Agreement**”), among the Grantors and the Administrative Agent, and (ii) the ABL Intellectual Property Security Agreement Supplement dated as of December 23, 2022 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time prior to the date hereof, the “**Intellectual Property Security Agreement Supplement**”), made by the Grantors in favor of the Administrative Agent (together with the Security Agreement, the “**Security Agreements**”).

B. Pursuant to the Security Agreement, the Grantors executed the Intellectual Property Security Agreement Supplement, and, as collateral security for the full, prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Secured Obligations (as defined in the ABL Credit Agreement), granted the Administrative Agent a lien on and security interest in all of its right, title and interest in, to and under

(i) its Trademarks and Trademark applications listed on Schedule I hereto, which were submitted to the U.S. Patent and Trademark Office on December 23, 2022 but are not yet recorded, and

(ii) its Patent and Patent applications listed on Schedule II hereto, recorded with the U.S. Patent and Trademark Office on December 23, 2022 at Reel/Frame 062212/0277 with respect to patents owned by Dreamwell, at Reel/Frame 062212/0367 with respect to patents owned by T&N, in each case solely to the extent the same constitute Collateral (collectively, the “**Intellectual Property**”).

C. In connection with the repayment in full of all principal, interest, fees and other amounts outstanding under the ABL Credit Agreement, and the release of security interests under the Loan Documents, the Grantors have informed the Administrative Agent of its desire to obtain the release of all right, title and interest of the Administrative Agent, in, to and under the IP Collateral granted under the Intellectual Property Security Agreement Supplement, Administrative Agent releases all of its right, title and interest in, to and under the following (the “**IP Collateral**”):

(a) all Trademarks, including the Trademark registrations and pending applications for registration in the United State Patent and Trademark Office listed on Schedule I hereto;

- (b) all Patents, including the issued Patents and pending Patent applications in the United States Patent and Trademark Office listed on Schedule II hereto;
- (c) all Copyrights, including the Copyright registrations and pending applications for registration in the United States Copyright Office listed on Schedule III; and
- (d) all Proceeds of the foregoing;

in each case to the extent the foregoing items constitute Collateral.

Accordingly, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, Administrative Agent does hereby terminate, release, cancel, relinquish and discharge any and all liens and security interests it has in, to and under in the Intellectual Property, and reassigns, retransfers and reconveys all right, title and interest it has in, to and under the Intellectual Property to Grantors. At the request and sole expense of Grantors, Administrative Agent shall execute and deliver to Grantors such further documents as Grantors shall reasonably request to evidence the release of Administrative Agent's lien on and security interest in, to and under the Intellectual Property. This Termination and Release and any further documents, and the performance of any actions by Administrative Agent hereunder or thereunder, are made without representation or warranty by, or recourse to, Administrative Agent.

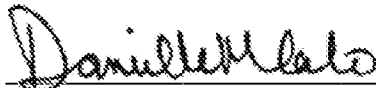
THIS TERMINATION AND RELEASE AND ANY CLAIM, CONTROVERSY OR DISPUTE ARISING UNDER OR RELATED TO THIS TERMINATION AND RELEASE, WHETHER IN TORT, CONTRACT (AT LAW OR IN EQUITY) OR OTHERWISE, SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.

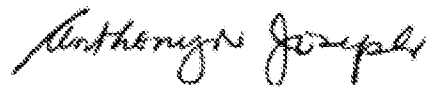
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IN WITNESS WHEREOF, Administrative Agent has caused this Termination and Release to be duly executed as of the day and year first above written.

ADMINISTRATIVE AGENT:

UBS AG, STAMFORD BRANCH

By 
Name: Danielle Calo
Title: Associate Director

By 
Name: Anthony Joseph
Title: Associate Director

SCHEDULE I

TRADEMARKS

Trademark/Image if any	Application Number Application Date	Registration Number Registration Date	Status	Owner
BEAUTYREST	88207485 11/27/2018	6164764 9/29/2020	Registered	Dreamwell, Ltd.
BEAUTYREST 	88037479 7/13/2018	6283680 3/2/2021	Registered	Dreamwell, Ltd.
BEAUTYSLEEP	88207479 11/27/2018	6283680 3/2/2021	Registered	Dreamwell, Ltd.
CLIMATERIGHT SURFACE	88181474 11/5/2018	6164748 9/29/2020	Registered	Dreamwell, Ltd.
SILKAIR	88086971 8/21/2018	6531178 10/19/2021	Registered	Dreamwell, Ltd.
SIMM NS 	88530856 7/23/2019	6569831 11/23/2021	Registered	Dreamwell, Ltd.
SIMMONS	88207472 11/27/2018	6273292 2/16/2021	Registered	Dreamwell, Ltd.
BEYOND 	97556590 19-AUG-2022	---	Pending	Dreamwell, Ltd.
ENDUROTECH 	90667935 23-APR-2021	6699395 12-APR-2022	Registered	Dreamwell, Ltd.
BEAUTYREST HARMONY 	88721936 10-DEC-2019	6373891 01-JUN-2021	Registered	Dreamwell, Ltd.
BEAUTYREST HARMONY LUX 	88721945 10-DEC-2019	6229706 22-DEC-2020	Registered	Dreamwell, Ltd.
TN.COM	87177368 9/20/2016	6315824 4/6/2021	Registered	Tuft & Needle, LLC

Trademark/Image if any	Application Number Application Date	Registration Number Registration Date	Status	Owner
TUFT & NEEDLE ORIGINAL TUFT & NEEDLE ORIGINAL	90668012 23-APR-2021	6686438 29-MAR-2022	Registered	Tuft & Needle, LLC
MINT MINT	90668018 23-APR-2021	6757333 14-JUN-2022	Registered	Tuft & Needle, LLC
T&N ORIGINAL T&N ORIGINAL	90668025 23-APR-2021	6693488 05-APR-2022	Registered	Tuft & Needle, LLC
MOTION AIR MOTION AIR	88902889 06-MAY-2020	6640060 08-FEB-2022	Registered	Serta Simmons Bedding, LLC
Design Only 	88787725 06-FEB-2020	6471925 31-AUG-2021	Registered	Serta Simmons Bedding, LLC

SCHEDULE II

PATENTS

Patent Title	Application Number Application Date	Registration Number Registration Date	Status	Owner
Mattress assemblies and components including phase change	17/516115 11/1/2021	---	Pending	Dreamwell Ltd. Jointly owned with Georgia Tech Research Corporation
Compressible mattress	17/340187 6/7/2021	---	Pending	Dreamwell Ltd.
Active comfort controlled bedding systems	17/544079 12/7/2021	---	Pending	Dreamwell Ltd.
Mattress assemblies including at least one panel including phase change materials	16/276382 2/14/2019	---	Pending	Dreamwell Ltd.
Foot protection for a mattress	29/684457 3/21/2019	D888464 6/30/2020	Issued	Dreamwell Ltd.
Mattress with crowned panel	17/670557 2/14/2022	---	Pending	Dreamwell Ltd.
Active comfort controlled bedding systems	17/482748 9/23/2021	---	Pending	Dreamwell Ltd.
Mattress assemblies including antiviral protection	17/217313 3/30/2021	---	Pending	Dreamwell Ltd.
Mattress carrier	17/226826 4/9/2021	---	Pending	Tuft & Needle, LLC
Bed frame	29/671031 11/21/2018	D903364 12/1/2020	Issued	Tuft & Needle, LLC
Bed	29/712080 11/5/2019	D955063 6/14/2022	Issued	Tuft & Needle, LLC
Mattress cover	29/745207 8/4/2020	D950984 5/10/2022	Issued	Tuft & Needle, LLC
Pet resting structure and methods of fabrication thereof	17/099557 11/16/2020	---	Pending	Tuft & Needle, LLC

SCHEDULE III

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None.