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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Simmons Company

06-20-02

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

Individual(s) Association
General Partnership Limited Partnership

Internal Address: Street Address: 2325-B Renaissance Drive

x Corporation-State: Delaware
Other:

City: Las Vegas
State: Nevada Zip: 89119

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

Individual(s) citizenship:

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

Association:
General Partnership:
Limited Partnership:
Corporation-State:

x Other: Limited Liability Company
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes
(Designations must be a separate document from assignment) No

Execution Date: 4/19/02

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

4. Application Number(s) or Registration Number(s):

A. Trademark Application No.(s):
76/321,693 76/230,454 76/285,166
75/903,491 75/255,960 76/276,907
75/852,163 76/262,820 76/303,896

B. Trademark Registration No.(s):
1,521,862 1,198,771 566,513
2,030,907 2,283,361 1,710,062
1,378,122 1,833,346 2,360,532

Additional numbers attached? x Yes No

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

Name: Vivian E. Lee
ROPES & GRAY

6. Total Number of applications and registrations involved: 198

7. Total fee (37 CFR 3.41) \$ 4,965.00
Enclosed

Internal Address: Atty. Dkt.: SMCY-TIP
Street Address: One International Place

x Authorized to be charged to Deposit Account

8. Deposit account number: 18-1945

City: Boston State: MA Zip: 02110-2624 (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.

Vivian E. Lee
Name of Person Signing

[Signature]
Signature

June 20, 2002
Date

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

08/01/2002 TDIAZ1 00000181 181945 76321693

01 FC:481 40.00 CH
02 FC:482 4925.00 CH

8818362

Additional Conveying Parties (1. Continued):

Additional Receiving Parties (2. Continued):

Assignee Name:

Internal Address:

Street Address:

City:

State:

Zip Code:

Additional Applications and/or Registration Numbers (4. Continued)

Additional Application Number(s)

4A continued:

76/303,897
 76/303,898
 76/311,487
 76/343,884
 76/343,886
 76/343,885
 76/360,472

Additional Registration Number(s)

4B continued:

602,721	612,187	1,901,372
2,010,820	1,988,651	513,422
1,404,977	1,988,643	1,988,645
2,146,996	1,779,689	2,010,817
1,904,444	2,439,815	1,439,986
621,296	2,020,809	2,146,787
512,535	420,150	2,219,191
1,788,183	1,324,572	604,475
207,821	813,001	794,501
513,425	1,154,910	804,674
2,033,494	1,780,316	512,530
1,324,591	982,543	1,201,147
984,972	573,237	787,168
2,089,232	318,383	2,059,719
1,988,659	506,989	839,577
2,158,865	609,109	740,633
2,134,989	1,042,926	1,027,842
1,696,129	2,349,540	532,319
2,115,921	1,747,133	2,022,446
2,036,089	1,993,518	548,280
2,036,091	2,201,922	235,949
2,144,887	2,026,022	511,415
1,359,240	2,079,253	1,895,134

Additional numbers attached?

 Yes No

Additional Applications and/or Registration Numbers (4. Continued)

Additional Application Number(s)
4A continued:

Additional Registration Number(s)
4B continued:

1,900,677	2,344,198
1,955,483	2,293,403
970,738	2,017,737
2,017,734	865,743
2,036,090	2,363,836
1,988,644	2,017,733
983,932	1,556,867
513,421	210,476
1,991,332	1,988,658
578,082	1,697,653
2,019,233	826,112
518,794	764,680
1,542,562	1,922,058
1,773,632	2,012,934
647,827	881,255
2,304,404	2,407,982
2,191,136	2,487,919
2,252,237	522,272
1,320,759	522,324
1,817,456	522,243
2,019,731	2,440,844
2,418,259	2,425,329
1,993,378	2,388,796
2,038,305	2,371,683
1,553,754	2,550,999
1,988,639	2,548,303
2,039,393	2,532,958
1,203,836	2,510,114
2,101,915	2,544,600
638,778	2,371,682
2,083,945	2,371,684
1,812,950	2,381,833
1,893,150	2,373,836
2,091,139	2,378,110
2,091,138	2,380,003
2,083,943	525,694
760,360	524,621
1,988,650	525,695
2,211,672	523,897
2,030,862	2,378,022
1,349,436	1,816,903
515,127	2,373,835
1,903,951	1,961,293
1,988,656	2,515,348
1,931,251	522,187
1,554,755	768,188
2,025,433	
672,494	
512,547	
2,028,820	
1,875,283	
1,898,953	
866,628	
1,959,612	
2,091,655	
811,703	
2,036,088	
2,185,599	

ASSIGNMENT OF TRADEMARKS

WHEREAS, Simmons Company, a corporation organized and existing under the laws of the State of Delaware, having principal offices at One Concourse Parkway, Suite 800, Atlanta, GA 30328 (hereinafter "Assignor"), has adopted and used in its business, and is the owner of all right, title and interest ("Rights") in and to the U.S. and foreign marks set forth in Schedule A attached hereto ("Marks").

WHEREAS, Dreamwell, Ltd., 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 (hereinafter "Assignee"), desires to acquire the Marks, all goodwill associated therewith, and all registrations thereof.

NOW, THEREFORE, in consideration of the mutual benefits and obligations arising from that certain Asset Contribution Agreement by and between the Parties, dated as of December 29, 2001, the receipt and sufficiency of which is hereby acknowledged by Assignor, and intending to be legally bound hereby, said Assignor, does hereby assign, transfer and set over unto the said Assignee, all Rights in and to the Marks, and all variations thereof, together with the goodwill of the business symbolized by the Marks and: (i) all registrations and applications to register such marks, (ii) all files, records, specimens and materials directly arising from the prosecution, exploitation or defense of rights and registrations pertaining to the Marks; (iii) and all choses in action pertaining to the Marks including Assignor's right to sue for and collect damages and other recoveries for past infringement thereof (collectively, "Marks and Related Rights"); the same to be held and enjoyed by the Assignee, its successors and assigns, as fully as the same would have been held and enjoyed by the Assignor had this assignment not been made. If after the date of this Assignment the Assignor or the Assignee (the "Parties") discover that any Marks were listed on Schedule A, or were not listed on Schedule A as the case may be, in contravention to the rights and intents of the Parties pursuant to this Assignment ("Listing Error"), then such Listing Error shall be corrected to the full satisfaction of the Parties by amendment to this Assignment.

At Assignee's request and expense, Assignor will provide all cooperation requested by Assignee in connection with any effort by Assignee to establish, perfect or defend its Rights in or to the Marks and Related Rights, including, without limitation, executing further consistent assignments, transfers and releases, and providing good faith testimony by affidavit, declaration, deposition or other means.

And for the consideration aforesaid, Assignor agrees that it will communicate to said Assignee and the representatives thereof any facts known to Assignor respecting said Marks and Related Rights, and will, upon request, execute and deliver to Assignee any and all additional papers and generally do all other and further lawful acts deemed necessary by said Assignee to carry out the terms of this Assignment.

[Remainder of this Page Intentionally Left Blank. Signature Pages to Follow]

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration for the Marks to said Assignee.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed and the seal affixed hereto this 19th day of April, 2002.

ASSIGNOR:

SIMMONS COMPANY.

(Seal)

By: William S. Creekmuir

Name: WILLIAM S. CREEKMUIR

Title: EXECUTIVE VICE PRESIDENT & CHIEF FINANCIAL OFFICER

Attest:

Brian P. Buer
~~Secretary~~ ASSISTANT SECRETARY, TREASURER

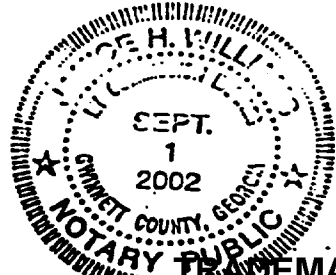
STATE OF GEORGIA)
) ss.
COUNTY OF Fulton)

On this 19th day of April, 2002, before me appeared, William S. Creekmuir [NAME], to me personally known, who, being by me duly sworn, did say that he is the EVP + CFO [TITLE] of Simmons, a corporation organized under the laws of the State of Delaware, and that the seal affixed to the foregoing instrument is the seal of said limited liability company, and that said instrument was signed and sealed on behalf of the corporation, by authority of its Board of Directors, and William S. Creekmuir [NAME] acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Janice H. Williams
Notary Public

My term expires: 9/1/02



**ASSIGNMENT OF TRADEMARK
FROM SIMMONS COMPANY
TO DREAMWELL, LTD.**

SCHEDULE A - ACTIVE

Our Docket	Trademark Name	Reg. No.	Reg. Date	Status	
1	SMCY-T-008	BACKCARE	76/321693	F. 10/5/01	Pending
2	SMCY-T-010	CONCORDE	1521862	24-Jan-89	Registered
3	SMCY-T-011	ACHIEVER	2030907	14-Jan-97	Registered
4	SMCY-T-012	BEAUTY CLOUD	1378122	14-Jan-86	Registered
5	SMCY-T-013	BEAUTY SLEEP	1198771	22-Jun-82	Registered
6	SMCY-T-016	BEAUTY SOFT	2283361	5-Oct-99	Registered
7	SMCY-T-017	BEAUTY-EDGE	1833346	26-Apr-94	Registered
8	SMCY-T-018	BEAUTYFOAM (STYLIZED LETTERING)	566513	11-Nov-52	Registered
9	SMCY-T-019	BEAUTYLOFT	1710062	25-Aug-92	Registered
10	SMCY-T-020	BEAUTYLOFT	2360532	20-Jun-00	Registered
11	SMCY-T-021	BEAUTYREST (STYLIZED)	602721	1-Mar-55	Registered
12	SMCY-T-022	BEAUTYREST	2010820	22-Oct-96	Registered
13	SMCY-T-024	BEAUTYREST CONTINENTAL	1404977	12-Aug-86	Registered
14	SMCY-T-026	BEAUTYREST POCKETED COIL	2146996	31-Mar-98	Registered
15	SMCY-T-027	BEAUTYREST	1904444	11-Jul-95	Registered
16	SMCY-T-028	BEAUTYREST	621296	14-Feb-56	Registered
17	SMCY-T-029	BEAUTYREST (STYLIZED)	512535	19-Jul-49	Registered
18	SMCY-T-030	BEAUTYREST (STYLIZED)	1788183	17-Aug-93	Registered
19	SMCY-T-031	BEAUTYREST (STYLIZED)	207821	12-Jan-26	Registered
20	SMCY-T-033	BELMONT	732490	5-Jun-62	Registered
21	SMCY-T-034	BELMONT	513425	9-Aug-49	Registered
22	SMCY-T-036	BRUSSELS	2,033,494	28-Jan-97	Registered
23	SMCY-T-038	CARESSE	1324591	12-Mar-85	Registered
24	SMCY-T-039	CENTROPEDIC	984972	28-May-74	Registered
25	SMCY-T-040	CHAMBOURG	2089232	19-Aug-97	Registered
26	SMCY-T-041	CHELSEA	1988659	23-Jul-96	Registered
27	SMCY-T-043	COLLECTOR'S EDITION	2158865	19-May-98	Registered
28	SMCY-T-046	ADJUSTO-REST	2134989	3-Feb-98	Registered
29	SMCY-T-047	ADJUSTABLEBED & DESIGN	1696129	23-Jun-92	Registered
30	SMCY-T-049	CONNOISSEUR COLLECTION	2115921	25-Nov-97	Registered
31	SMCY-T-050	CONTENDER	2036089	4-Feb-97	Registered
32	SMCY-T-051	CONTESTANT	2036091	4-Feb-97	Registered
33	SMCY-T-052	CONTOUR FIT	2144887	17-Mar-98	Registered
34	SMCY-T-053	CONTOUR-FLEX	1359240	10-Sep-85	Registered
35	SMCY-T-054	CORRECT POSTURE	612187	13-Sep-55	Registered
36	SMCY-T-056	CUMULUS	75/903491	F. 1/25/2000	Pending
37	SMCY-T-057	CYPRESS	1988651	23-Jul-96	Registered
38	SMCY-T-059	DEEP SLEEP	283763	9-Jun-31	Registered
39	SMCY-T-062	ALEXANDER	1988643	23-Jul-96	Registered
40	SMCY-T-063	ALEXANDRIA	1689575	26-May-92	Registered
41	SMCY-T-065	AMERICUS	1779689	29-Jun-93	Registered
42	SMCY-T-066	ASTORIA	2439815	3-Apr-01	Registered
43	SMCY-T-067	AVONDALE	2020809	3-Dec-96	Registered
44	SMCY-T-068	BABY BEAUTY	420150	26-Mar-46	Registered
45	SMCY-T-069	BABY BEAUTYREST BACK CARE IV	1324572	12-Mar-85	Registered

**ASSIGNMENT OF TRADEMARK
FROM SIMMONS COMPANY
TO DREAMWELL, LTD.**

SCHEDULE A - ACTIVE

Our Docket	Trademark Name	Reg. No.	Reg. Date	Status	
46	SMCY-T-070	BACKCARE	813001	16-Aug-66	Registered
47	SMCY-T-073	BACK GUARD	1154910	19-May-81	Registered
48	SMCY-T-074	BACK SHIELD	1780316	6-Jul-93	Registered
49	SMCY-T-075	BACK-O-PEDIC	982543	23-Apr-74	Registered
50	SMCY-T-076	DEEPSLEEP (STYLIZED)	518793	13-Dec-49	Registered
51	SMCY-T-079	DORM BILT	573237	14-Apr-53	Registered
52	SMCY-T-080	DREAM SLEEP	318383	23-Oct-34	Registered
53	SMCY-T-081	DREAMWELL (STYLIZED)	506989	22-Feb-49	Registered
54	SMCY-T-082	DUAL COMFORT (STYLIZED)	609109	19-Jul-55	Registered
55	SMCY-T-083	ECONO-PEDIC	1042926	6-Jul-76	Registered
56	SMCY-T-084	EDMONTON	2349540	16-May-00	Registered
57	SMCY-T-085	EMINENCE	1747133	19-Jan-93	Registered
58	SMCY-T-086	EMPEROR	1993518	13-Aug-96	Registered
59	SMCY-T-087	ENTRE	2201922	3-Nov-98	Registered
60	SMCY-T-088	EOS	2026022	24-Dec-96	Registered
61	SMCY-T-089	EQUATION OF SLEEP	2079253	15-Jul-97	Registered
62	SMCY-T-090	ROOSEVELT	1901372	20-Jun-95	Registered
63	SMCY-T-091	ROYALTY	513422	9-Aug-49	Registered
64	SMCY-T-092	RYAN	1988645	23-Jul-96	Registered
65	SMCY-T-093	S (and Design)	2010817	22-Oct-96	Registered
66	SMCY-T-094	S AND HOUSE DESIGN	1439986	19-May-87	Registered
67	SMCY-T-095	SIMMONS AND GLOBE DESIGN	2146787	24-Mar-98	Registered
68	SMCY-T-096	SIMMONS AND GLOBE DESIGN	2219191	19-Jan-99	Registered
69	SMCY-T-099	SEA BREEZE (STYLIZED)	604475	12-Apr-55	Registered
70	SMCY-T-101	SIM-CARE	794501	17-Aug-65	Registered
71	SMCY-T-102	SIM-CLAD	804674	1-Mar-66	Registered
72	SMCY-T-103	SIMCO	512530	19-Jul-49	Registered
73	SMCY-T-104	SIMCOPEPIC	1201147	13-Jul-82	Registered
74	SMCY-T-105	SIMCREST	787168	23-Mar-65	Registered
75	SMCY-T-107	SIM-FIRM	2059719	6-May-97	Registered
76	SMCY-T-108	SIMFLEX	839577	28-Nov-67	Registered
77	SMCY-T-110	SIMFLEX	740633	13-Nov-62	Registered
78	SMCY-T-113	SIMLOK	1027842	23-Dec-75	Registered
79	SMCY-T-114	SIMMONS (STYLIZED)	532319	24-Oct-50	Registered
80	SMCY-T-115	SIMMONS	2022446	10-Dec-96	Registered
81	SMCY-T-116	SIMMONS	548280	18-Sep-51	Registered
82	SMCY-T-117	SIMMONS COMPANY AND OWL DESIGN	235949	29-Nov-27	Registered
83	SMCY-T-118	LA GRANDE (STYLIZED)	511415	21-Jun-49	Registered
84	SMCY-T-119	LINCOLN	1895134	23-May-95	Registered
85	SMCY-T-120	LORRAINE	1900677	20-Jun-95	Registered
86	SMCY-T-121	MARQUIS	1955483	13-Feb-96	Registered
87	SMCY-T-122	MAXIPEDIC	970738	16-Oct-73	Registered
88	SMCY-T-124	MEADOWBROOK	2017734	19-Nov-96	Registered
89	SMCY-T-125	MEDALIST	2036090	4-Feb-97	Registered
90	SMCY-T-126	MILAN	1988644	23-Jul-96	Registered

**ASSIGNMENT OF TRADEMARK
FROM SIMMONS COMPANY
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SCHEDULE A - ACTIVE

Our Docket	Trademark Name	Reg. No.	Reg. Date	Status	
91	SMCY-T-127	MIRACLEPEDIC	983932	14-May-74	Registered
92	SMCY-T-128	MONARCH	513421	9-Aug-49	Registered
93	SMCY-T-129	MYSTIC	1991332	6-Aug-96	Registered
94	SMCY-T-130	NEW YORKER	578082	28-Jul-53	Registered
95	SMCY-T-131	OAKDALE	2019233	26-Nov-96	Registered
96	SMCY-T-132	OLYMPIC (STYLIZED)	518794	13-Dec-49	Registered
97	SMCY-T-133	PARAMOUNT	1542562	6-Jun-89	Registered
98	SMCY-T-134	PARLIAMENT COLLECTION	1773632	25-May-93	Registered
99	SMCY-T-135	PATIENT PROOF	647827	2-Jul-57	Registered
100	SMCY-T-136	POCKET COIL	2304404	28-Dec-99	Registered
101	SMCY-T-137	POCKET REST	2191136	22-Sep-98	Registered
102	SMCY-T-138	POCKETED COIL	2252237	15-Jun-99	Registered
103	SMCY-T-139	POLYCEL	1320759	19-Feb-85	Registered
104	SMCY-T-141	POWER FLEX	1817456	18-Jan-94	Registered
105	SMCY-T-143	POWER FIRM	2019731	26-Nov-96	Registered
106	SMCY-T-144	POWER SLEEP	2418259	2-Jan-01	Registered
107	SMCY-T-145	PROVIDENCE	1993378	13-Aug-96	Registered
108	SMCY-T-146	PURPLE LABEL (STYLIZED)	514494	30-Aug-49	Registered
109	SMCY-T-147	QUEBEC	2038305	18-Feb-97	Registered
110	SMCY-T-148	QUINTESSENCE	1553754	29-Aug-89	Registered
111	SMCY-T-149	REBECCA	1988639	23-Jul-96	Registered
112	SMCY-T-150	RIVAL	2039393	18-Feb-97	Registered
113	SMCY-T-151	SIMMONS PROGRAMS FOR PROFIT AND DESIGN	1203836	3-Aug-82	Registered
114	SMCY-T-152	SLEEP LOGIC	2101915	30-Sep-97	Registered
115	SMCY-T-153	SLEEPERS CHOICE	638778	18-Dec-56	Registered
116	SMCY-T-156	ST. CAROLINE	2083945	29-Jul-97	Registered
117	SMCY-T-157	SPECTRUM	1812950	21-Dec-93	Registered
118	SMCY-T-159	ST. LAWRENCE	1893150	9-May-95	Registered
119	SMCY-T-160	ST. MARTIN	2091139	26-Aug-97	Registered
120	SMCY-T-161	ST. STEPHEN	2091138	26-Aug-97	Registered
121	SMCY-T-162	ST. THOMAS	2083943	29-Jul-97	Registered
122	SMCY-T-163	SULTAN	760360	19-Nov-63	Registered
123	SMCY-T-164	TESTIMONIAL	1988650	23-Jul-96	Registered
124	SMCY-T-165	THE BUNKSTER	2211672	15-Dec-98	Registered
125	SMCY-T-166	THE DO NOT DISTURB MATTRESS	2030862	14-Jan-97	Registered
126	SMCY-T-167	THE ULTIMATE AMENITY	1349436	16-Jul-85	Registered
127	SMCY-T-168	TRAVELER (STYLIZED LETTERS)	515127	13-Sep-49	Registered
128	SMCY-T-169	MONROE	1903951	4-Jul-95	Registered
129	SMCY-T-170	TRIBEKA	1988656	23-Jul-96	Registered
130	SMCY-T-171	TRITON	75/852163	18-Nov-99	Allowed
131	SMCY-T-173	TUDOR	1931251	31-Oct-95	Registered
132	SMCY-T-175	ULTRA FIT	1554755	5-Sep-89	Registered
133	SMCY-T-176	ULTRA MAHOGANY	2025433	24-Dec-96	Registered
134	SMCY-T-177	VANDERBILT	672494	13-Jan-59	Registered
135	SMCY-T-178	WESTMINSTER (STYLIZED LETTERS)	512547	19-Jul-49	Registered

**ASSIGNMENT OF TRADEMARK
FROM SIMMONS COMPANY
TO DREAMWELL, LTD.**

SCHEDULE A - ACTIVE

Our Docket	Trademark Name	Reg. No.	Reg. Date	Status	
136	SMCY-T-179	WILLOWBROOK	2028820	7-Jan-97	Registered
137	SMCY-T-180	WINCHESTER	1875283	24-Jan-95	Registered
138	SMCY-T-181	WINDSOR	1898953	13-Jun-95	Registered
139	SMCY-T-182	WORLD OF SLEEP	866628	11-Mar-69	Registered
140	SMCY-T-183	WORLD'S FINEST BEDDING SINCE 1870	1959612	5-Mar-96	Registered
141	SMCY-T-190	EVENING WHISPER	2091655	26-Aug-97	Registered
142	SMCY-T-191	FABRISAN	811703	26-Jul-66	Registered
143	SMCY-T-192	FINALIST	2036088	4-Feb-97	Registered
144	SMCY-T-193	FIRST IMPRESSION	2185599	1-Sep-98	Registered
145	SMCY-T-194	5 ZONES	2344198	18-Apr-00	Registered
146	SMCY-T-195	FIVE ZONES FOR YOUR BONES	2293403	16-Nov-99	Registered
147	SMCY-T-196	FOREST GLEN	2017737	19-Nov-96	Registered
148	SMCY-T-197	GLAMOUREST	865743	4-Mar-69	Registered
149	SMCY-T-198	GLENDALE	2363836	4-Jul-00	Registered
150	SMCY-T-199	GLENWOOD	2017733	19-Nov-96	Registered
151	SMCY-T-200	GOLDEN VALUE	1556867	19-Sep-89	Registered
152	SMCY-T-201	GRACELINE	210476	16-Mar-26	Registered
153	SMCY-T-202	GREENWICH	1988658	23-Jul-96	Registered
154	SMCY-T-204	HARMONY	1697653	30-Jun-92	Registered
155	SMCY-T-205	HOSPITAL-BILT	826112	21-Mar-67	Registered
156	SMCY-T-207	INNMASTER	764680	11-Feb-64	Registered
157	SMCY-T-208	JEFFERSON LUXURY	1922058	26-Sep-95	Registered
158	SMCY-T-209	KENNEDY	2012934	29-Oct-96	Supp. Reg.
159	SMCY-T-211	LA GRANDE	881255	25-Nov-69	Registered
160	SMCY-T-277	POWERBEAM	2407982	28-Nov-00	Registered
161	SMCY-T-278	POWER-PACKED	2487919	11-Sep-01	Registered
162	SMCY-T-279	REGENCY (STYLIZED)	522272	14-Mar-50	Registered
163	SMCY-T-280	SLEEP KING & DESIGN	522324	14-Mar-50	Registered
164	SMCY-T-282	VOGUE	522243	14-Mar-50	Registered
165	SMCY-T-300	THE MATTRESS BUILT THE WAY YOUR BACK IS BUILT	2440844	3-Apr-01	Registered
166	SMCY-T-301	BEHIND EVERY GREAT LIFE IS A GREAT SUPPORT SYSTEM	2425329	30-Jan-01	Registered
167	SMCY-T-304	BACKCARE	2388796	19-Sep-00	Registered
168	SMCY-T-313	TWO STORY (STYLIZED)	76/230454	F. 3/26/01	Published
169	SMCY-T-314	AMHERST	2371683	25-Jul-00	Registered
170	SMCY-T-317	RODEO DRIVE	2550999	19-Mar-02	Registered
171	SMCY-T-318	MADISON AVENUE	2548303	12-Mar-02	Registered
172	SMCY-T-320	PALM SPRINGS	2532958	22-Jan-02	Registered
173	SMCY-T-326	BUILT SO WELL YOU NEVER HAVE TO FLIP IT!	2510114	20-Nov-01	Registered
174	SMCY-T-335	TO DREAM IS TO ESCAPE	2544600	5-Mar-02	Registered
175	SMCY-T-339	ST. MARK	2371682	25-Jul-00	Registered
176	SMCY-T-340	ST. DOMINICK	2371684	25-Jul-00	Registered
177	SMCY-T-341	FARMINGTON	2381833	29-Aug-00	Registered
178	SMCY-T-342	TRIDENT	2373836	1-Aug-00	Registered
179	SMCY-T-343	ST. ANDREW	2378110	15-Aug-00	Registered
180	SMCY-T-344	BIRMINGHAM	2380003	22-Aug-00	Registered

ASSIGNMENT OF TRADEMARK

FROM SIMMONS COMPANY

SCHEDULE A - ACTIVE

TO DREAMWELL, LTD.

Our Docket	Trademark Name	Reg. No.	Reg. Date	Status	
181	SMCY-T-349	AMBASSADOR and Design	525694	30-May-50	Renewed
182	SMCY-T-351	SLUMBER TIME	524621	2-May-50	Registered
183	SMCY-T-352	DUCHESS and Design	525695	30-May-50	Renewed
184	SMCY-T-353	EMPRESS and Design	523897	11-Apr-50	Renewed
185	SMCY-T-354	BETTER SLEEP THROUGH SCIENCE	2378022	15-Aug-00	Registered
186	SMCY-T-355	NOTHING MAKES YOUR DAY LIKE A BEAUTYREST NIGHT	1816903	18-Jan-94	Registered
187	SMCY-T-357	ST. RICHARD	2373835	1-Aug-00	Registered
188	SMCY-T-372	COLUMBIA	1961293	12-Mar-96	Registered
189	SMCY-T-373	BETTER SLEEP FOR YOUR PETS	75/255960	11-May-01	Pending
190	SMCY-T-376	DEEP SLEEP BY BEAUTYREST	76/262820	25-May-01	Published
191	SMCY-T-379	DESIGN YOUR PERFECT BED	76/285166	13-Jul-01	Allowed
192	SMCY-T-380	ORTHOCARE	76/276907	26-Jun-01	Allowed
193	SMCY-T-388	THE ONLY QUEEN BED THAT SLEEPS LIKE A KING	2515348	4-Dec-01	Registered
194	SMCY-T-389	COLUMBIA MATTRESS COMPANY	76/303896	23-Aug-01	Pending
195	SMCY-T-390	COLUMBIA BEDDING & FEATHER COMPANY	76/303897	23-Aug-01	Pending
196	SMCY-T-391	COLUMBIA BEDDING COMPANY	76/303898	23-Aug-01	Pending
197	SMCY-T-392	BEAUTYREST (STYLIZED)	76/311487	F. 9/13/01	Published
198	SMCY-T-500	BACKCARE FOR KIDS	76/343884	30-Nov-01	Pending
199	SMCY-T-501	SIMMONS BACKCARE	76/343886	30-Nov-01	Pending
200	SMCY-T-502	BETTER SLEEP FOR THE TWO OF YOU	76/343885	30-Nov-01	Pending
201	SMCY-T-506	WORLD CLASS	76/360472	7-Jan-02	Pending
202	SMCY-T-516	HIDE-A-BED and Design	522187	14-Mar-50	Registered
203	SMCY-T-517	WALL-A-BED	768188	14-Apr-64	Registered
204	SMCY-T-521	BODYCARE	76/404907	9-May-02	Pending
205	SMCY-T-522	BODYCARE KIDS	76/404908	9-May-02	Pending
206	SMCY-T-523	BODYCARE KIDS (with Design)	76/404909	9-May-02	Pending