

04-22-2003



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

102426340

J.S. DEPARTMENT OF COMMERCE J.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): <u>4.15.03</u> Simmons Company</p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State: Delaware  <input type="checkbox"/> Other:</p> <p>Additional name(s) of conveying party(ies) attached?      <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No</p>		<p>2. Name and address of receiving party(ies): Name: <u>Dreamwell, Ltd.</u></p> <p>Internal Address: Street Address: <u>2325-B Renaissance Drive</u></p> <p>City: <u>Las Vegas</u> State: <u>NV</u>      Zip: <u>89111</u></p> <p><input type="checkbox"/> Individual(s) citizenship: _____  <input type="checkbox"/> Association: _____  <input type="checkbox"/> General Partnership: _____  <input type="checkbox"/> Limited Partnership: _____  <input type="checkbox"/> Corporation-State: _____  <input checked="" type="checkbox"/> Other: <u>LLC</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached:      <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No  <small>(Designations must be a separate document from assignment)</small></p> <p>Additional name(s) &amp; address(es) 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>February 11, 2003</u></p>			
<p>4. Application Number(s) or Registration Number(s):</p> <p>A. Trademark Application No.(s): <u>76/255,960</u></p> <p>B. Trademark Registration No.(s): <u>2,478,738</u> <u>609,109</u></p> <p>Additional numbers attached?      <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No</p>			
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Trademark Docketing Specialist</u></p> <p>Internal Address: <u>Atty. Dkt.: SMCY-004</u></p> <p>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 registrations involved: <u>3</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>90.00</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  <small>(Form 2038 enclosed)</small></p> <p>8. Deposit account number: <u>18-1945</u>  <small>(Attach duplicate copy of this page if paying by deposit account)</small></p>	
<b>DO NOT USE THIS SPACE</b>			
<p>9. Statement and signature:  <i>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.</i></p> <p><u>Charles Larsen</u>      <u>Charles Larsen</u>      <u>April 15, 2003</u>  Name of Person Signing      Signature      Date</p> <p>Total number of pages including cover sheet, attachments, and document: <u>4</u></p>			

OFFICE OF PATENT RECORDS

2003 APR 15 AM 9:22  
FINANCE SECTION

04/21/2003 TDIAZ1 00000123 181945 76255960  
01 FC:8521 40.00 CH  
02 FC:8522 50.00 CH

TRADEMARK  
REEL: 002715 FRAME: 0733



February 11, 2003

David A. Liskow  
Dreamwell, Ltd.  
2325-B Renaissance Drive  
Las Vegas, NV 89119

Re: Amendments and Other Actions Relating to Trademark Assignment from Simmons Company to Dreamwell, Ltd.

Dear Mr. Liskow,

Pursuant to that certain Asset Contribution Agreement, effective as of December 29, 2001 ("Contribution Agreement"), by and between Simmons Company ("Simmons") and Dreamwell, Ltd. ("Dreamwell"), and pursuant to further assurances and other provisions set forth in other agreements related thereto (collectively with the Contribution Agreement, the "Reorganization Documents"), this letter agreement ("Letter") confirms the agreement of Simmons and Dreamwell to the following:

1. Simmons hereby assigns to Dreamwell all of Simmons's rights in the following trademarks, including any federal, state, or common law rights associated therewith; any and all variations thereof; the goodwill of the business symbolized thereby; all files, records, specimens and materials directly arising from the prosecution, exploitation or defense of rights and registrations pertaining thereto; and, except as provided otherwise in the Contribution Agreement or related agreements, all choses in action relating thereto, including without limitation Assignor's right to sue for and collect damages and other recoveries for past infringement thereof:

BETTER SLEEP FOR YOUR PETS with serial number 76/255,960;

POCKETED COIL, with registration number 2,478,738;

DUAL COMFORT, with registration number 609,109.

2. [Redacted]

**SIMMONS COMPANY**

ONE CONCOURSE PARKWAY ATLANTA, GEORGIA 30328-5369 (770) 512-7700 [www.simmons.com](http://www.simmons.com)

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**REEL: 002715 FRAME: 0734**

3.

[Redacted]

Except as expressly set forth herein, all provisions of the Reorganization Documents, including without limitation any further assurances provisions set forth therein, are unchanged hereby.

[Remainder of Page Left Blank. Signature Page Follows]

**SIMMONS COMPANY**

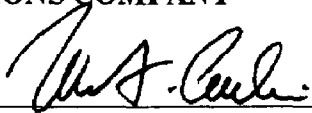
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**REEL: 002715 FRAME: 0735**

**SIMMONS COMPANY**

By: \_\_\_\_\_



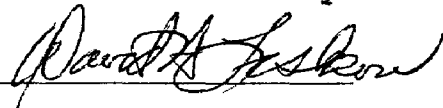
Name: **WILLIAM S. CREECH**

Title: **EVP + CFO**

Date: February 11, 2003

**Accepted by DREAMWELL, LTD.**

By: \_\_\_\_\_



Name: David A. Liskow

Title: Secretary and Controller

Date: February 11, 2003

**SIMMONS COMPANY**

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**RECORDED: 04/15/2003**

**TRADEMARK**

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