

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Certificate of Amendment to the Amended and Restated Certificate of Limited Partnership of Foamex L.P. (withdrawing Trace Foam as General Partner)

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Foamex L.P. composed of FMXI, Inc. and Trace Foam Co., Inc., both Delaware corporations		02/27/1998	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Foamex L.P.
Composed Of:	COMPOSED OF Managing General Partner, FMXI, Inc., a Delaware corporation
Street Address:	1000 Columbia Avenue
City:	Linwood
State/Country:	PENNSYLVANIA
Postal Code:	19061
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	1394867	PYROCUSHION
Registration Number:	1926941	CUSTOMFIT

CORRESPONDENCE DATA

Fax Number: (302)658-5614
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 302-658-9141
 Email: crothstein@cblh.com, trademarks@cblh.com
 Correspondent Name: Patricia Smink Rogowski, Esq.
 Address Line 1: P. O. Box 2207
 Address Line 4: Wilmington, DELAWARE 19899

ATTORNEY DOCKET NUMBER:	124-2
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CH \$65.00 1394867

NAME OF SUBMITTER:	Patricia Smink Rogowski
Signature:	/psr/
Date:	01/23/2007
Total Attachments: 2 source=Trace#page1.tif source=Trace#page2.tif	

CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF FOAMEX L.P.

The undersigned, desiring to amend the Amended and Restated Certificate of Limited Partnership of Foamex L.P., pursuant to the provisions of Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, does hereby certify as follows:

1. The name of the limited partnership is Foamex L.P.
2. Pursuant to the Agreement and Plan of Merger (the "Merger Agreement"), dated February 27, 1998, by and between FMXI, Inc., a Delaware corporation and 1% managing general partner of Foamex L.P. ("Old FMXI"), and Crain Industries, Inc., a Delaware corporation and 1% non-managing general partner of Foamex L.P. ("Crain"), FMXI was merged (the "Merger") with and into Crain with Crain being the surviving corporation of the Merger, continuing its existence under the name FMXI, Inc. Pursuant to the Merger Agreement the 1% managing general partnership interest of Old FMXI was transferred to Crain and the managing general partner of Foamex L.P. is Crain (holding a 2% managing general partnership interest), continuing its existence as FMXI, Inc.
3. On February 27, 1998, Trace Foam Company, Inc. contributed its 1% non-managing general partnership interest in Foamex L.P. (the "Interest") to Trace SPV LLC ("Trace SPV"), which in turn contributed the Interest to Trace Foam LLC ("Trace LLC"). Pursuant to the Transfer Agreement, dated as of February 27, 1998, by and between Trace LLC, and Foamex L.P., the Interest was transferred to Foamex L.P. for good and valuable consideration. As a result of such transaction, Trace Foam, Trace SPV, and Trace LLC withdrew as a general partner of Foamex L.P. on February 27, 1998.

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IN WITNESS WHEREOF, the undersigned executed this Certificate of Amendment on this 27th day of February, 1998.

By: FMKI, INC.
Managing General Partner

By: *G. L. Karpinski*
Name: George L. Karpinski
Title: Vice President
CRAIN INDUSTRIES, INC.

By: *G. L. Karpinski*
Name: George L. Karpinski
Title: Vice President
TRACE FOAM COMPANY, INC.

By: *Philip N. Smith, Jr.*
Name: Philip N. Smith, Jr.
Title: Vice President