

Form PTO-1594 (Rev. 12-08)
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U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

<p>1. Name of conveying party(ies):</p> <p>Wells Fargo Capital Finance, LLC, as Agent</p> <p><input type="checkbox"/> Individual(s) <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 - Georgia</u></p> <p>Citizenship (see guidelines) <u>American</u></p> <p>Additional names of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance /Execution Date(s) :</p> <p>Execution Date(s) <u>October 1, 2012</u></p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Release of Trademarks</u></p>	<p>2. Name and address of receiving party(ies)</p> <p>Additional names, addresses, or citizenship attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Name: <u>Simmons Bedding Company</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>One Concourse Pkwy, Suite 800</u></p> <p>City: <u>Atlanta</u></p> <p>State: <u>Georgia</u></p> <p>Country: <u>USA</u> Zip: <u>30328</u></p> <p><input type="checkbox"/> Association Citizenship _____ <input type="checkbox"/> General Partnership Citizenship _____ <input type="checkbox"/> Limited Partnership Citizenship _____ <input checked="" type="checkbox"/> Corporation Citizenship <u>USA - Delaware</u> <input type="checkbox"/> Other _____ Citizenship _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment)</p>
<p>4. Application number(s) or registration number(s) and identification or description of the Trademark.</p> <p>A. Trademark Application No.(s) See attached Schedule A.</p> <p>B. Trademark Registration No.(s) See attached Schedule A.</p> <p style="text-align: right;">Additional sheet(s) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):</p>	
<p>5. Name & address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Robin Riley, Legal Assistant</u></p> <p>Internal Address: <u>Paul Hastings LLP</u></p> <p>Street Address: <u>75 East 55th Street</u></p> <p>City: <u>New York</u></p> <p>State: <u>NY</u> Zip: <u>10022</u></p> <p>Phone Number: <u>212-318-6493</u></p> <p>Fax Number: <u>212-319-4090</u></p> <p>Email Address: <u>robinriley@paulhastings.com</u></p>	<p>6. Total number of applications and registrations involved: 261</p> <p>7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____</p> <p><input type="checkbox"/> Authorized to be charged to deposit account <input type="checkbox"/> Enclosed</p> <p>8. Payment Information:</p> <p>Deposit Account Number _____</p> <p>Authorized User Name _____</p>
<p>9. Signature: <u><i>Robin Riley</i></u> <u>October 10, 2012</u></p> <p style="text-align: center;">Signature Date</p> <p style="text-align: center;">Robin Riley Total number of pages including cover sheet, attachments, and document: 13</p> <p style="text-align: center;">Name of Person Signing</p>	

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

ITEM 2 (cont'd)
to Trademarks Recordation Form Cover Sheet

Additional Parties

<u>Entity</u>	<u>Jurisdiction of Organization</u>	<u>Type of Entity</u>	<u>Citizenship</u>
The Simmons Manufacturing Co., LLC	Delaware	Corporation	USA-Delaware
World of Sleep Outlets, LLC	Delaware	LLC	USA-Delaware
Simmons Contract Sales, LLC	Delaware	LLC	USA-Delaware
Dreamwell, Ltd.	Nevada	LLC	USA-Nevada
Simmons Capital Management, LLC	Nevada	LLC	USA-Nevada
Simmons Export Co.	Delaware	Corporation	USA-Delaware

Schedule AU.S. Trademark Applications

Owner	Mark	Application No.
Dreamwell, Ltd.	CROSSOVER	77/379343
Dreamwell, Ltd.	POWER PACKED	77/424854
Dreamwell, Ltd.	SIMFLEX	77/507349
Dreamwell, Ltd.	INTELLIGENT SPRING SYSTEM	77/655332
Dreamwell, Ltd.	THE SECRET	77/659702
Dreamwell, Ltd.	TRANSFLEXION PROCESS TECHNOLOGY	77/704774
Dreamwell, Ltd.	SIMCO	77/914997
Dreamwell, Ltd.	BEAUTYSOFT	78/784282
Dreamwell, Ltd.	DESIGN ONLY (BOWLING BALLS)	78/804829
Dreamwell, Ltd.	BOWLING BALL MATTRESS	78/814427
Dreamwell, Ltd.	BOWLING BALL MATTRESS	78/814449
Dreamwell, Ltd.	DESIGN ONLY (BOWLING BALLS)	78/814455
Dreamwell, Ltd.	REACTION MATERIAL	78971895
		78971895

U.S. Trademark Registrations

Owner	Mark	Registration No.
Dreamwell, Ltd.	SLEEP 4 YEARS	3804347
Dreamwell, Ltd.	TRANSFLEXION	3785779
Dreamwell, Ltd.	VARIFORM ADVANCED POCKETED COIL	4070966
Dreamwell, Ltd.	COMFOR PEDIC LOFT	3986150
Dreamwell, Ltd.	CONTOUR FIT	3998535
Dreamwell, Ltd.	BEAUTYREST STUDIO	3796389
Dreamwell, Ltd.	S SIMMONS KIDS (Word and Design)	3781904
Dreamwell, Ltd.	SIMMONS KIDS	3781905
Dreamwell, Ltd.	NUVÖ	3755191
Dreamwell, Ltd.	NASSAU	3752729
Dreamwell, Ltd.	NXG	3620138
Dreamwell, Ltd.	EVERNU	3444156
Dreamwell, Ltd.	EXCEPTIONALE	3365492
Dreamwell, Ltd.	BEAUTYREST BEGINNINGS	3595555
Dreamwell, Ltd.	SIM-GARD	3595509
Dreamwell, Ltd.	BEAUTYREST	3591976
Dreamwell, Ltd.	HEALTHSMART	3686551
Dreamwell, Ltd.	WHAT'S YOUR FAVORITE POSITION	3328631
Dreamwell, Ltd.	BEAUTYREST BLACK	3731745
Dreamwell, Ltd.	BEAUTYREST BLACK	3731746
Dreamwell, Ltd.	MY BABY'S BEAUTYREST	3464540
Dreamwell, Ltd.	EVENLOFT	3574122
Dreamwell, Ltd.	NATURAL CARE	3416120
Dreamwell, Ltd.	NUV? SLEEP SYSTEM	3360838
Dreamwell, Ltd.	BEAUTYREST BLACK	3393270
Dreamwell, Ltd.	SLUMBERPEDIC	3215295
Dreamwell, Ltd.	ROOSEVELT	3215296
Dreamwell, Ltd.	MYSTERE	3216509
Dreamwell, Ltd.	BACKCARE BABY	3228657
Dreamwell, Ltd.	EDGE	3116488
Dreamwell, Ltd.	CHANGING LIVES NIGHT AFTER NIGHT	3119500

Owner	Mark	Registration No.
Dreamwell, Ltd.	S SIMMONS KIDS (Word and Design)	3360152
Dreamwell, Ltd.	HEALTHSMART THE BEST MATTRESS FOR A CLEAN AND HEALTHY SLEEP ENVIRONMENT	3169210
Dreamwell, Ltd.	HEALTHSMART	3146026
Dreamwell, Ltd.	SIMMONS KIDS	3275776
Dreamwell, Ltd.	S SIMMONS KIDS (Word and Design)	3275777
Dreamwell, Ltd.	HEALTHSMART THE BEST MATTRESS FOR A CLEAN AND HEALTHY SLEEP ENVIRONMENT. ZIP WASH ZZZZ	3218453
Dreamwell, Ltd.	HEALTHSMART THE BEST MATTRESS FOR A CLEAN AND HEALTHY SLEEP ENVIRONMENT. ZIP WASH ZZZZ	3177497
Dreamwell, Ltd.	HEALTHSMART THE BEST MATTRESS FOR A CLEAN AND HEALTHY SLEEP ENVIRONMENT.	3237793
Dreamwell, Ltd.	HEALTHSMART THE BEST MATTRESS FOR A CLEAN AND HEALTHY SLEEP ENVIRONMENT. ZIP WASH ZZZZ	3280315
Dreamwell, Ltd.	SIMMONS KIDS	3344671
Dreamwell, Ltd.	HEALTHSMART	3233968
Dreamwell, Ltd.	HEALTHSMART THE BEST MATTRESS FOR A CLEAN AND HEALTHY SLEEP ENVIRONMENT.	3344672
Dreamwell, Ltd.	SIMMONS KIDS	3344673
Dreamwell, Ltd.	HIS SIDE HER SIDE	3145987
Dreamwell, Ltd.	HIS SIDE HER SIDE COLLECTION	3145988
Dreamwell, Ltd.	BACKCARE	3534412
Dreamwell, Ltd.	WE'VE GOT THE EDGE!	3019827
Dreamwell, Ltd.	COMFORT ADVANTAGE	2925407
Dreamwell, Ltd.	SLEEP 'N MORE	3610283
Dreamwell, Ltd.	WINDSOR MATTRESS COMPANY	3409550
Dreamwell, Ltd.	WINDSOR FINE BEDDING	3409551
Dreamwell, Ltd.	COMFOR-PEDIC	3189821
Dreamwell, Ltd.	MAXIPEDIC	3261442
Dreamwell, Ltd.	S SIMMONS (Word and Design)	2992876
Dreamwell, Ltd.	COLUMBIA FINE BEDDING	3083192
Dreamwell, Ltd.	COLUMBIA FINE BEDDING	3046598

Owner	Mark	Registration No.
Dreamwell, Ltd.	COLUMBIA FINE BEDDING	3083193
Dreamwell, Ltd.	SIMMONS	2810380
Dreamwell, Ltd.	BEAUTYREST	2791028
Dreamwell, Ltd.	KENNEDY	2847323
Dreamwell, Ltd.	MONROE	2794380
Dreamwell, Ltd.	TWO STORY	3414825
Dreamwell, Ltd.	SUPER POCKETED COIL	2912053
Dreamwell, Ltd.	SHOOTING STAR	2826142
Dreamwell, Ltd.	LATITUDES	2826143
Dreamwell, Ltd.	ARDONA	2815637
Dreamwell, Ltd.	STARRY SKY	2854672
Dreamwell, Ltd.	AZURE	2889809
Dreamwell, Ltd.	MESMERIC	2811525
Dreamwell, Ltd.	SANCTUM	2811526
Dreamwell, Ltd.	EMPORIA	2882523
Dreamwell, Ltd.	DREAMWELL	2884857
Dreamwell, Ltd.	BACKCARE KIDS	2780549
Dreamwell, Ltd.	PIEDMONT	2739984
Dreamwell, Ltd.	BACKCARE KIDS	2835187
Dreamwell, Ltd.	MOISTUREBAN	3189714
Dreamwell, Ltd.	WORLD CLASS	2717164
Dreamwell, Ltd.	BEAUTYREST	2585251
Dreamwell, Ltd.	MADISON AVENUE	2548303
Dreamwell, Ltd.	PALM SPRINGS	2532958
Dreamwell, Ltd.	CUMULUS	2622831
Dreamwell, Ltd.	TRITON	2732503
Dreamwell, Ltd.	POWERBEAM	2407982
Dreamwell, Ltd.	POWER SLEEP	2418259
Dreamwell, Ltd.	ST. RICHARD	2373835
Dreamwell, Ltd.	TRIDENT	2373836
Dreamwell, Ltd.	EDMONTON	2349540
Dreamwell, Ltd.	GLENDALE	2363836
Dreamwell, Ltd.	ST. MARK	2371682
Dreamwell, Ltd.	FARMINGTON	2381833

Owner	Mark	Registration No.
Dreamwell, Ltd.	AMHERST	2371683
Dreamwell, Ltd.	BIRMINGHAM	2380003
Dreamwell, Ltd.	ST. ANDREW	2378110
Dreamwell, Ltd.	ASTORIA	2439815
Dreamwell, Ltd.	COLLECTOR'S EDITION	2158865
Dreamwell, Ltd.	FIRST IMPRESSION	2185599
Dreamwell, Ltd.	ENTRE	2201922
Dreamwell, Ltd.	CHAMBOURG	2089232
Dreamwell, Ltd.	ST. STEPHEN	2091138
Dreamwell, Ltd.	ST. MARTIN	2091139
Dreamwell, Ltd.	ST. THOMAS	2083943
Dreamwell, Ltd.	ST. CAROLINE	2083945
Dreamwell, Ltd.	EQUATION OF SLEEP	2079253
Dreamwell, Ltd.	WILLOWBROOK	2028820
Dreamwell, Ltd.	GLENWOOD	2017733
Dreamwell, Ltd.	MEADOWBROOK	2017734
Dreamwell, Ltd.	AVONDALE	2020809
Dreamwell, Ltd.	FOREST GLEN	2017737
Dreamwell, Ltd.	OAKDALE	2019233
Dreamwell, Ltd.	SIMMONS (Word and Design)	2146787
Dreamwell, Ltd.	SIMMONS (Word and Design)	2219191
Dreamwell, Ltd.	EMPEROR	1993518
Dreamwell, Ltd.	TRIBEKA	1988656
Dreamwell, Ltd.	GREENWICH	1988658
Dreamwell, Ltd.	CHELSEA	1988659
Dreamwell, Ltd.	QUEBEC	2038305
Dreamwell, Ltd.	RYAN	1988645
Dreamwell, Ltd.	CYPRESS	1988651
Dreamwell, Ltd.	ALEXANDER	1988643
Dreamwell, Ltd.	PROVIDENCE	1993378
Dreamwell, Ltd.	REBECCA	1988639
Dreamwell, Ltd.	BRUSSELS	2033494
Dreamwell, Ltd.	MYSTIC	1991332
Dreamwell, Ltd.	MILAN	1988644

Owner	Mark	Registration No.
Dreamwell, Ltd.	POCKET REST	2191136
Dreamwell, Ltd.	POCKETED COIL	2478738
Dreamwell, Ltd.	POCKET COIL	2304404
Dreamwell, Ltd.	CONTENDER	2036089
Dreamwell, Ltd.	FINALIST	2036088
Dreamwell, Ltd.	CONTESTANT	2036091
Dreamwell, Ltd.	RIVAL	2039393
Dreamwell, Ltd.	MEDALIST	2036090
Dreamwell, Ltd.	ACHIEVER	2030907
Dreamwell, Ltd.	THE DO NOT DISTURB MATTRESS	2030862
Dreamwell, Ltd.	SIMMONS	2022446
Dreamwell, Ltd.	EVENING WHISPER	2091655
Dreamwell, Ltd.	BEAUTYREST	2010820
Dreamwell, Ltd.	TUDOR	1931251
Dreamwell, Ltd.	LORRAINE	1900677
Dreamwell, Ltd.	ROOSEVELT	1901372
Dreamwell, Ltd.	JEFFERSON LUXURY	1922058
Dreamwell, Ltd.	LINCOLN	1895134
Dreamwell, Ltd.	WINDSOR	1898953
Dreamwell, Ltd.	WORLD'S FINEST BEDDING SINCE 1870	1959612
Dreamwell, Ltd.	ST. LAWRENCE	1893150
Dreamwell, Ltd.	BEAUTYREST	1904444
Dreamwell, Ltd.	COLUMBIA	1961293
Dreamwell, Ltd.	BACK SHIELD	1780316
Dreamwell, Ltd.	BEAUTYREST	1788183
Dreamwell, Ltd.	BEAUTY-EDGE	1833346
Dreamwell, Ltd.	SPECTRUM	1812950
Dreamwell, Ltd.	EMINENCE	1747133
Dreamwell, Ltd.	AMERICUS	1779689
Dreamwell, Ltd.	PARLIAMENT COLLECTION	1773632
Dreamwell, Ltd.	ADJUSTABLEBED	1696129
Dreamwell, Ltd.	BEAUTYLOFT	1710062
Dreamwell, Ltd.	WINCHESTER	1875283
Dreamwell, Ltd.	HARMONY	1697653

Owner	Mark	Registration No.
Dreamwell, Ltd.	ALEXANDRIA	1689575
Dreamwell, Ltd.	SLUMBERLAND	2070092
Dreamwell, Ltd.	SLUMBERLAND	2091517
Dreamwell, Ltd.	SLUMBERLAND	2052985
Dreamwell, Ltd.	GOLDEN VALUE	1556867
Dreamwell, Ltd.	ULTRA FIT	1554755
Dreamwell, Ltd.	CONCORDE	1521862
Dreamwell, Ltd.	PARAMOUNT	1542562
Dreamwell, Ltd.	BEAUTYREST CONTINENTAL	1404977
Dreamwell, Ltd.	THE ULTIMATE AMENITY	1349436
Dreamwell, Ltd.	CONTOUR-FLEX	1359240
Dreamwell, Ltd.	POLYCEL	1320759
Dreamwell, Ltd.	CARESSE	1324591
Dreamwell, Ltd.	BABY BEAUTYREST BACK CARE IV	1324572
Dreamwell, Ltd.	KLIK-LOK	1211581
Dreamwell, Ltd.	BEAUTY SLEEP	1198771
Dreamwell, Ltd.	§ SIMMONS PROGRAMS FOR PROFIT (Word and Design)	1203836
Dreamwell, Ltd.	BACK GUARD	1154910
Dreamwell, Ltd.	SLUMBERLAND	1175204
Dreamwell, Ltd.	ECONO-PEDIC	1042926
Dreamwell, Ltd.	MAXIPEDIC	0970738
Dreamwell, Ltd.	BACK-O-PEDIC	0982543
Dreamwell, Ltd.	LA GRANDE	0881255
Dreamwell, Ltd.	WORLD OF SLEEP	0866628
Dreamwell, Ltd.	GLAMOUREST	0865743
Dreamwell, Ltd.	BACKCARE	0813001
Dreamwell, Ltd.	FABRISAN	0811703
Dreamwell, Ltd.	SIMCREST	0787168
Dreamwell, Ltd.	WALL-A-BED	0768188
Dreamwell, Ltd.	SULTAN	0760360
Dreamwell, Ltd.	BELMONT	0732490
Dreamwell, Ltd.	SILVER LABEL	0730091
Dreamwell, Ltd.	SLUMBERMATIC	0712512
Dreamwell, Ltd.	SLUMBER ROYAL	0682875

Owner	Mark	Registration No.
Dreamwell, Ltd.	VANDERBILT	0672494
Dreamwell, Ltd.	SLEEPERS CHOICE	0638778
Dreamwell, Ltd.	CORRECT POSTURE	0612187
Dreamwell, Ltd.	DUAL COMFORT	0609109
Dreamwell, Ltd.	SEA BREEZE	0604475
Dreamwell, Ltd.	BEAUTYREST	0602721
Dreamwell, Ltd.	DESIGN ONLY	0592194
Dreamwell, Ltd.	NEW YORKER	0578082
Dreamwell, Ltd.	SLUMBERPEDIC	0578054
Dreamwell, Ltd.	BEAUTYFOAM	0566513
Dreamwell, Ltd.	EMPRESS	0523897
Dreamwell, Ltd.	AMBASSADOR	0525694
Dreamwell, Ltd.	DEEPSLEEP	0518793
Dreamwell, Ltd.	DUCHESS	0525695
Dreamwell, Ltd.	OLYMPIC	0518794
Dreamwell, Ltd.	VOGUE	0522243
Dreamwell, Ltd.	TRAVELER	0515127
Dreamwell, Ltd.	SIMMONS	0532319
Dreamwell, Ltd.	HIDE-A-BED	0522187
Dreamwell, Ltd.	BELMONT	0513425
Dreamwell, Ltd.	BEAUTYREST	0512535
Dreamwell, Ltd.	ROYALTY	0513422
Dreamwell, Ltd.	MONARCH	0513421
Dreamwell, Ltd.	SLUMBER TIME	0524621
Dreamwell, Ltd.	DREAMWELL	0506989
Dreamwell, Ltd.	BABY BEAUTY	0420150
Dreamwell, Ltd.	DREAM SLEEP	0318383
Dreamwell, Ltd.	SLUMBERLAND	0297286
Dreamwell, Ltd.	DEEP SLEEP	0283763
Dreamwell, Ltd.	BEAUTYREST	0207821
Simmons Company	TWO STORY	2648539
Dreamwell, Ltd.	MARQUIS	1955483
Simmons Company	BEAUTY CLOUD	1378122
Dreamwell, Ltd.	SIMMONS	0548280

Owner	Mark	Registration No.
Dreamwell, Ltd.	SLEEP KING	0522324
Dreamwell, Ltd.	REGENCY	0522272
Dreamwell, Ltd.	WORLD OF SLEEP	0866628
Dreamwell, Ltd.	LA GRANDE	511415
Dreamwell, Ltd.	WESTMINSTER	512547
Dreamwell, Ltd.	COMFA-PEDIC	841640
Dreamwell, Ltd.	POSTURE SPRINGING	866334
Dreamwell, Ltd.	QUINTESSENCE	1553754
Dreamwell, Ltd.	ST. DOMINICK	2371684
Dreamwell, Ltd.	DEEP SLEEP BY BEAUTYREST	2716091
Dreamwell, Ltd.	LUXURYBEDS	2724826
Dreamwell, Ltd.	TO DREAM IS TO ESCAPE	2544600
Dreamwell, Ltd.	COLUMBIA MATTRESS COMPANY	2928054
Dreamwell, Ltd.	COLUMBIA BEDDING COMPANY	2928055
Dreamwell, Ltd.	SO YOU CAN SLEEP THROUGH EVERY TOSS AND TURN	2942518
Dreamwell, Ltd.	PISCINA	2835254
Dreamwell, Ltd.	ILLUMINES	2830674
Dreamwell, Ltd.	BETTER SLEEP FOR THE TWO OF YOU	2747012
Dreamwell, Ltd.	RESTORE YOUR BODY	2813941
Dreamwell, Ltd.	BACKCARE ADVANCED	2955318

900235859 10/12/2012**TRADEMARK ASSIGNMENT**

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wells Fargo Capital Finance, LLC, as Agent		10/01/2012	LIMITED LIABILITY COMPANY: GEORGIA
RECEIVING PARTY DATA			
Name:	Simmons Bedding Company		
Street Address:	One Concourse Pkwy, Suite 800		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30328		
Entity Type:	CORPORATION: DELAWARE		
Name:	The Simmons Manufacturing Co., LLC		
Street Address:	One Concourse Pkwy, Suite 800		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30328		
Entity Type:	CORPORATION: DELAWARE		
Name:	World of Sleep Outlets, LLC		
Street Address:	One Concourse Pkwy, Suite 800		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30328		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	Simmons Contract Sales, LLC		
Street Address:	One Concourse Pkwy, Suite 800		
City:	Atlanta		
State/Country:	GEORGIA		

OP \$6515.00 77379343

**TRADEMARK
REEL: 004922 FRAME: 0791**

EXECUTION VERSION

**TERMINATION AND RELEASE OF
GRANT OF SECURITY INTEREST IN TRADEMARK RIGHTS**

THIS TERMINATION AND RELEASE OF GRANT OF SECURITY INTEREST IN TRADEMARK RIGHTS (this "Termination"), is dated as of October 1, 2012, and made by Wells Fargo Capital Finance, LLC (successor by merger to Wachovia Capital Finance Corporation (New England)), as Agent, having an office at 1100 Abernathy Road, Suite 1600, Atlanta, Georgia 30328 ("Wells Fargo") to Simmons Bedding Company, The Simmons Manufacturing Co., LLC, World of Sleep Outlets, LLC, Simmons Contract Sales, LLC, Dreamwell, Ltd., Simmons Capital Management, LLC, Simmons Export Co. and Simmons Holdco, LLC (each, a "Grantor" and collectively, the "Grantors").

WHEREAS, certain security interests (the "Interests") were granted by the Grantors to Wells Fargo in certain collateral, including the Trademarks (as hereinafter defined);

WHEREAS, the Interests were recorded in the Assignment Division of the United States Patent and Trademark Office on February 18, 2010, at Reel 4151 and Frame 0524;

WHEREAS, Wells Fargo now desires to terminate and release the Interests; and


NOW, THEREFORE, for good and valuable consideration, Wells Fargo hereby states as follows:

1. Definitions. The term "Trademarks", as used herein, shall mean all of the Grantors' right, title and interest of every kind and nature as of the date hereof in the trademarks listed on Schedule A hereto.
2. Release of Security Interest. Wells Fargo hereby terminates the Interests and terminates, releases and discharges its interest in the Trademarks.

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IN WITNESS WHEREOF, Wells Fargo has caused this Termination to be executed by its duly authorized officer as of the date first written above.

WELLS FARGO CAPITAL FINANCE, LLC, AS AGENT

By: 
Name: DENNIS J. REISMAN
Title: V.P.

Termination and Release of Trademarks – Wells Fargo