

RE 08-26-1998



100802376

To the Honorable Commissioner of Patents and Trademarks, U.S. Department of Commerce, Washington, DC 20540. The attached original documents or copy thereof.

1. Name of conveying party(ies):  
**COAST BUSINESS CREDIT, a division of Southern Pacific Bank**  
**12121 Wilshire Blvd., Suite 1111 Los Angeles, CA 90025**

Individuals(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State **California**  
 Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)  
Name: **NATIONAL BEDDING COMPANY**  
Internal Address:  
Street Address: **5401 Trillium Blvd., Suite 250**  
City: **Hoffman Estates** State: **IL** ZIP: **60195**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State **Illinois**  
 Other \_\_\_\_\_

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_

Execution Date: **October 22, 1997**

If assignee is not domiciled in the United States, a domestic representative designation is attached?  Yes  No

(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or patent number(s):  
A. Trademark Application No.(s)

B. Trademark Registration No.( **08-11-1998**  
**Ortho (Reg. No. 940485)**

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
**Mr. Sigi Hinojosa**  
Name: **Buchalter, Nemer, Fields & Younger**  
Internal Address: \_\_\_\_\_  
Street Address: **601 South Figueroa Street, 24th Floor**  
City: **Los Angeles** State: **California** ZIP: **90017**

6. Total number of applications and registrations involved: **5**

7. Total fee (37 CFR 3.41) ..... \$ **140.00**  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
**20 00 52**

(Attach duplicate copy of this page if paying by deposit account)

08/24/1998 TTON11 00000002 200052 940485  
01 FC:481 40.00 CH

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.

**MR. SIGI HINOJOSA**  
Name of Person Signing  
*Christine E. Wilson*  
Signature  
**August 7, 1998**  
Date

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

**SCHEDULE A**

**INTELLECTUAL PROPERTY**

1. Federal Registrations:

- (a) Mark: ORTHO  
Registration No.: 940485 ✓  
Date of Registration: 8/8/72  
Class: 32 (Int. Class 20)  
Goods: Mattresses and Box Springs  
Combined Sections 8 and 15 Affidavit Filed
  
- (b) Mark: ORTHO PAK  
Registration No.: 1,565,990 ✓  
Date of Registration: 11/14/89  
Goods: Pillows and Bed Frames, Bedding Sheets, Pillowcases and Blankets
  
- (c) Mark: ROYAL SUPPORT COLLECTION  
Registration No.: 1,575,015 ✓  
Date of Registration: 1/2/90  
Goods: Mattresses and Box Springs
  
- (d) Mark: ORTHO  
Registration No.: 1,611,691 ✓  
Date of Registration: 8/28/90  
Goods: Retail Store Services in the Field of Bedding Products
  
- (e) Mark: ORTHO ✓  
Registration No.: 1,555,250 ✓  
Date of Registration: 9/5/89  
Goods: Retail Store Services in the Field of Mattresses, Box Springs and Other Bedding Products

ASSIGNMENT

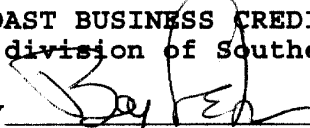
THIS ASSIGNMENT, dated as of October 22, 1997, is entered into by and between COAST BUSINESS CREDIT, a division of Southern Pacific Bank, a California corporation ("Assignor") and NATIONAL BEDDING COMPANY, an Illinois corporation, dba Serta Mattress Company ("Assignee"), with reference to the following facts:

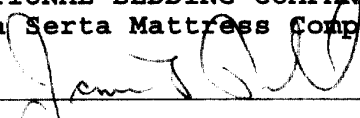
WHEREAS, pursuant to that certain Loan and Security Agreement, dated July 3, 1996, entered into between American Furnishings Corp., a California corporation (the "Company"), and Assignor, the Company assigned and granted to Assignor a security interest in all its right, title and interest in and to its personal property assets, including the trademarks, service marks and other rights more particularly described in Schedule A attached hereto (collectively, the "Intellectual Property").

WHEREAS, contemporaneously herewith, Assignor and Assignee are entering into that certain Assignment Agreement (the "Agreement"), dated as of October 22, 1997, pursuant to which Assignor is assigning, among other things, all of its right, title and interest in and to the Company's personal property assets, including the Intellectual Property, as more particularly described in the Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and delivers to Assignee, and Assignee hereby purchases, all of Assignor's right, title and interest, including all rights of action and damages for past infringement, in and to the Intellectual Property, together with the goodwill of the business in connection with which said Intellectual Property is used or as symbolized thereby, subject to the terms and conditions of the Agreement.

IN WITNESS WHEREOF, the undersigned have executed this Assignment as of the date first above written.

COAST BUSINESS CREDIT,  
a division of Southern Pacific Bank  
By   
Name: Bay Fetner  
Title: Executive Vice President

NATIONAL BEDDING COMPANY,  
dba Serta Mattress Company  
By   
Its VP-CFO

**SCHEDULE A**

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- (b) Mark: ORTHO PAK  
Registration No.: 1,565,990  
Date of Registration: 11/14/89  
Goods: Pillows and Bed Frames, Bedding Sheets, Pillowcases and Blankets
- (c) Mark: ROYAL SUPPORT COLLECTION  
Registration No.: 1,575,015  
Date of Registration: 1/2/90  
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- (d) Mark: ORTHO  
Registration No.: 1,611,691  
Date of Registration: 8/28/90  
Goods: Retail Store Services in the Field of Bedding Products
- (e) Mark: ORTHO  
Registration No.: 1,555,250  
Date of Registration: 9/5/89  
Goods: Retail Store Services in the Field of Mattresses, Box Springs and Other Bedding Products

2. State Registrations:

- (a) Arizona  
  
Mark: ORTHO MATTRESS  
Registration No.: 16776  
Date of Registration: 3/20/69  
Renewed: 3/27/79  
Goods: Furniture and Upholstery

(b) Nevada

Mark: ORTHO MATTRESS SLEEP CENTERS  
Registration No.: 0087416  
Date of Registration: 3/27/89  
Goods: Retail Stores Selling Mattresses, Box Springs, Beds,  
Upholstered Furniture and Occasional Furniture

3. Mattress and Box Springs Trademarks (Unregistered):

Ortho Mattress  
Ortho Balance  
Ortho Quilted Sleeper  
Ortho Daybed  
Ortho Premier  
Ortho Serenity Regal  
Ortho Genic  
Ortho Flex  
Ortho Form  
Ortho Tension  
Ortho Perma Redic  
Ortho Splendor  
Ortho Posture  
Ortho Royale  
Ortho Mission  
Ortho Deluxe  
Ortho Crown  
Ortho Aristocat  
Ortho Blue Shield  
Ortho Posture Quilt  
Ortho Classic  
Ortho Bunke  
Ortho Ease  
Ortho Balboa  
Ortho Siesta  
Ortho Prestige Extra Firm  
Ortho Quilt  
Ortho Rest  
Ortho Hotel  
Ortho Comfort  
Ortho Magic  
Ortho Cloud  
Ortho Slumber  
Ortho Rite

Ortho Prestige  
Ortho Regal  
Ortho Hi Riser  
Ortho Adjustable  
Ortho Elegance  
Ortho Sleep  
Ortho Support  
Ortho Guard  
Ortho Fashion  
Ortho Luxury  
Ortho Imperial  
Ortho Pak  
Ortho Contract Motel  
Ortho Motel Apartment  
Ortho Motel Special  
Ortho Hospital  
Ortho Hotel Deluxe  
Ortho Grand Hotel  
Ortho Posture Rest

4. Upholstery Trademarks (Unregistered):

Avon  
Cambridge  
Hampshire  
Oakdale  
Oxford  
Saratoga  
Tahoe  
Windsor  
Belaire  
Manhattan  
Westminster  
Manchester  
York  
Bristol  
Andover  
Essex  
Devon  
Queen Anne  
Chelsea

5. Corporate Names and Trade Names

Ortho Mattress, Inc.  
Ortho Mattress  
Ortho Mattress Company

6. Service Marks

Ortho  
Ortho Mattress

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