

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
International Bedding Corporation		12/19/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Corsicana Bedding, Inc.
Street Address:	2700 E. Hwy 31
City:	Corsicana
State/Country:	TEXAS
Postal Code:	75110
Entity Type:	CORPORATION: TEXAS

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Serial Number:	85345906	COPPERZONE SLEEP SYSTEM
Serial Number:	85340384	INVISIQUILT
Serial Number:	85345912	RESTORATION ZONE
Serial Number:	85346818	VERIDIAN
Serial Number:	85357901	VERIDIAN
Serial Number:	85355228	WHEN YOUR LIFE CHANGES, SO SHOULD YOUR M
Registration Number:	2615609	AIRSPRUNG
Registration Number:	2770200	AMERICAN PEDIC
Registration Number:	3848443	AMERICAN PEDIC COLLECTION
Registration Number:	3647395	EUPHORIA
Registration Number:	2845158	EUROPA
Registration Number:	3166090	FLAME PROTECTOR
Registration Number:	3785722	IB INTERNATIONAL BEDDING
Registration Number:	1821387	IBC

CH \$540.00 85345906

Registration Number:	1669481	MIRA REST
Registration Number:	1559853	MIRALUX
Registration Number:	3745753	ORIGINS
Registration Number:	3575888	ORIGINS WHERE DREAMS BEGIN
Registration Number:	4022633	RAVE
Registration Number:	2948647	SLEEP IMPROVEMENT
Registration Number:	4061149	VSS VERTICAL SUPPORT SYSTEM

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Email: ipdocketing@strasburger.com

Correspondent Name: John A. Tang, Strasburger & Price, LLP

Address Line 1: 909 Fannin Street

Address Line 2: Suite 2300

Address Line 4: Houston, TEXAS 77010

ATTORNEY DOCKET NUMBER:

27621.0100

NAME OF SUBMITTER:

John A. Tang

Signature:

/John A. Tang/

Date:

06/13/2013

Total Attachments: 9

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SECURED PARTY BILL OF TRANSFER

This Secured Party Bill of Transfer (this "Bill of Transfer"), dated December [], 2011, is delivered in connection with the disposition, pursuant to the Uniform Commercial Code as enacted in the applicable jurisdictions (the "Code"), to Corsicana Bedding, Inc., a Texas corporation ("Buyer"), of all rights of International Bedding Corporation, a Delaware corporation ("Borrower"), Cleburne Bedding Corp., a Texas corporation and wholly-owned subsidiary of Borrower ("Cleburne"), and IBC of Pennsylvania, Inc., a Florida corporation and wholly-owned subsidiary of Borrower ("IBC Pennsylvania"; and collectively with Borrower and Cleburne, the "Companies") in the personal property listed on Exhibit A attached hereto (the Companies' interest in such property referred to herein as, the "Sale Property"); provided, however, the Sale Property shall expressly exclude: all cash and cash equivalent, bank accounts, accounts, payment intangibles, inventory, insurance claims and insurance policies, tax refunds, workers' compensation refunds, director and officer claims, commercial torts, claims or causes of action against the Agent or the Lenders, all claims and causes of action relating to the foregoing, all books and records relating to the foregoing (including all customer invoices, billing reports, customer correspondence), the accounts receivable billing system and related software, the assets listed on the attached Exhibit B, and any other property not capable of being subject to a security interest that may be perfected by filing a UCC financing statement. The Sale Property constitutes a portion of "Collateral" as such term is defined in and pursuant to (i) that certain Second Amended and Restated Credit Agreement dated as of June 27, 2008 (as amended or otherwise modified from time to time, the "Credit Agreement"; capitalized terms but not otherwise defined herein shall have the meanings assigned thereto in the Credit Agreement), by and among Madison Capital Funding LLC as Agent to the Lenders ("Seller"), Borrower and the lenders party thereto from time to time ("Lenders"), (ii) that certain Guarantee and Collateral Agreement dated as of April 12, 2005, by and between Agent, Lenders, and the grantors party thereto, and (iii) the other Loan Documents.

In consideration of Buyer's payment to Seller of ONE MILLION AND NO/100 DOLLARS (\$1,000,000), without offset, deduction or counterclaim, in immediately available funds, pursuant to 9-610 of the UCC Seller does hereby irrevocably sell to Buyer all of the Sale Property, free and clear of all liens and security interests of Seller and any other security interest or liens subordinate to Seller's security interest.

THE SALE PROPERTY IS BEING TRANSFERRED TO BUYER IN "AS IS, WHERE IS" CONDITION, WITH ALL FAULTS. SELLER MAKES NO REPRESENTATIONS OR WARRANTIES OF ANY KIND WHATSOEVER WITH RESPECT TO THE SALE PROPERTY, INCLUDING, WITHOUT LIMITATION, ANY WARRANTY TO TITLE, POSSESSION, QUIET ENJOYMENT, MERCHANTABILITY OR THE LIKE. BY ACCEPTANCE OF THIS BILL OF TRANSFER, BUYER REPRESENTS AND WARRANTS THAT IT HAS NOT RELIED ON SELLER'S SKILL OR JUDGMENT TO SELECT OR FURNISH ALL OR ANY PORTION OF THE SALE PROPERTY FOR ANY PARTICULAR PURPOSE, THAT SELLER IS NOT A MANUFACTURER, DEALER OR MERCHANT IN THE SALE PROPERTY, THAT SELLER MAKES NO REPRESENTATIONS OR WARRANTIES REGARDING THE SALE PROPERTY, EXPRESSED, IMPLIED OR STATUTORY, AND THAT THIS BILL OF TRANSFER AND THE TRANSACTIONS CONTEMPLATED HEREBY ARE WITHOUT RECOURSE TO SELLER.

This Bill of Transfer shall be governed by the laws of Illinois (without giving effect to the principles of conflicts of law thereof).

[Signature Page Follows]

Each of the undersigned has caused this Secured Party Bill of Transfer to be executed and delivered as of the date first above written.

CORSICANA BEDDING, INC.,
a Texas corporation

By: 
Its: Owner

MADISON CAPITAL FUNDING LLC,
as Agent

By: _____
Its: _____

Each of the undersigned has caused this Secured Party Bill of Transfer to be executed and delivered as of the date first above written.

CORSICANA BEDDING, INC.,
a Texas corporation

By: _____
Its: _____

MADISON CAPITAL FUNDING LLC,
as Agent

By: *[Signature]*
Its: *MADISON CAPITAL FUNDING LLC*

Exhibit A

Assets

Exhibit B

Excluded Assets

1. The following assets that are subject to a purchase money security interest in favor of SABA North America, LLC:

(A) Six (6) Dominator 1" Diaphragm pumps/regulator/lubricator (Serial numbers: 103215, 104123, 103217, 104118, 104122, 104120) and all additions, accessories, spare parts, improvements, substitutions, replacements and proceeds from the sale or other disposition thereof.

(B) Twenty three (23) OptiGlueMix Spray Guns and all additions, accessories, spare parts, improvements, substitutions, replacements and proceeds from the sale or other disposition thereof.

(C) Nineteen (19) Aalborg flow meter and all additions, accessories, spare parts, improvements, substitutions, replacements and proceeds from the sale or other disposition thereof.

2. The following assets that are owned by Tempur World, LLC and subject to bailment:

(A) The following component parts that are to be assembled into finished products by International Bedding Corporation:

(i) Pieces of medium density fiber board (commonly referred to as MDF) cut to various widths and lengths

(ii) Plastic corners

(iii) Screws

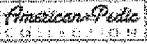
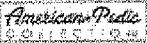
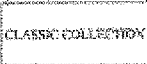
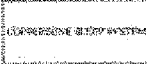

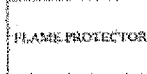



(iv) Ready-made cut and sewn textile covers for the finished products

(B) The finished products are foundations upon which mattresses rest in bed frames or bed furniture. The finished products are similar in appearance to industry-standard box springs.

3. The following assets that are subject to a security interest in favor of Nissan Motor Acceptance Corporation:

(i) Nissan CF30LP 3F4745 ser#CP1F1-9N1893

(ii) Nissan CF30LP 3F4745 ser#CP1F1-9N1913

Owner	Trademark	Country	Application No.	Registration No.	Registration Date	Classes	Status
AIRSPRUNG							
International Bedding Corporation	AIRSPRUNG	United States of America	76360859	2615669	Sep 3 2002	20	Registered
AMERICAN PEDIC							
International Bedding Corporation	AMERICAN PEDIC	United States of America	76436042	2770200	Sep 30 2003	20	Registered
AMERICAN PEDIC COLLECTION							
International Bedding Corporation	AMERICAN PEDIC COLLECTION	Brazil	603.051.974			20	Pending
							
International Bedding Corporation	AMERICAN PEDIC COLLECTION	United States of America	77632734	3946443	Sep 14 2010	20	Registered
							
CLASSIC COLLECTION							
International Bedding Corporation	CLASSIC COLLECTION	United States of America	65375835			20	Pending
							
COPPERZONE SLEEP SYSTEM							
International Bedding Corporation	COPPERZONE SLEEP SYSTEM	United States of America	65346906			20	Pending
							
EUPHORIA							
International Bedding Corporation	EUPHORIA	United States of America	77632752	3647365	Jun 30 2009	20	Registered
							
EUROPA							
International Bedding Corporation	EUROPA	United States of America	75655559	2845158	May 25 2004	20	Registered
FLAME PROTECTOR							
International Bedding Corporation	FLAME PROTECTOR	United States of America	78439342	3168090	Oct 31 2006	20	Registered
							
IB INTERNATIONAL BEDDING							
International Bedding Corporation	IB INTERNATIONAL BEDDING	United States of America	77652737	3785722	May 4 2010	20	Registered
							
IBC							
International Bedding Corporation	IBC	United States of America	74399552	1821367	Feb 15 1994	20	Registered
							
INVISIQUILT							
International Bedding Corporation	INVISIQUILT	United States of America	85340394			20	Pending
							

MIRA REST

International Bedding Corporation MIRA REST United States of America 74106019 1829401 Dec 24 1991 20 Registered

MIRALUX

International Bedding Corporation MIRALUX United States of America 73754428 1559853 Oct 10 1989 20 Registered

MONTY'S DISCOUNT MATTRESS CENTERS

International Bedding Corporation MONTY'S DISCOUNT MATTRESS CENTERS United States of America 85089804  Pending

ORIGINS

International Bedding Corporation ORIGINS United States of America 77410240 3745753 Feb 9 2010 20 Registered


ORIGINS WHERE DREAMS BEGIN

International Bedding Corporation ORIGINS WHERE DREAMS BEGIN United States of America 77516316 3575888 Feb 17 2009 20 Registered

RAVE

International Bedding Corporation RAVE United States of America 85240031 4022633 Sep 6 2011 20 Registered

RESTORATION ZONE

International Bedding Corporation RESTORATION ZONE United States of America 85345912  Pending

SLEEP IMPROVEMENT

International Bedding Corporation SLEEP IMPROVEMENT United States of America 78325791 2949647 May 10 2005 20 Registered

VERIDIAN


International Bedding Corporation VERIDIAN United States of America 85346818  Pending

International Bedding Corporation VERIDIAN United States of America 85357931  Pending

VERIDIAN A GIFT FROM NATURE

International Bedding Corporation VERIDIAN A GIFT FROM NATURE United States of America 77517805  Pending

VSS VERTICAL SUPPORT SYSTEM

International Bedding Corporation VSS VERTICAL SUPPORT SYSTEM United States of America 85112726  Pending

