

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM499235

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	TRADEMARK SECURITY AGREEMENT (EXIT TERM LOAN)		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
1800MATTRESS.COM IP, LLC		11/21/2018	Limited Liability Company: NEW YORK
MATTRESS DISCOUNTERS IP LLC		11/21/2018	Limited Liability Company: DELAWARE
MATTRESS FIRM, INC.		11/21/2018	Corporation: DELAWARE
SINT, LLC		11/21/2018	Limited Liability Company: DELAWARE
SLEEP COUNTRY USA, LLC		11/21/2018	Limited Liability Company: DELAWARE
DIAL OPERATIONS, LLC		11/21/2018	Limited Liability Company: NEW YORK
ST SAN DIEGO, LLC		11/21/2018	Limited Liability Company: CALIFORNIA
THE SLEEP TRAIN, INC.		11/21/2018	Corporation: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Barclays Bank PLC, as Collateral Agent		
Street Address:	745 7TH AVENUE		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10019		
Entity Type:	PUBLIC LIMITED COMPANY: UNITED KINGDOM		
PROPERTY NUMBERS Total: 230			
Property Type	Number	Word Mark	
Registration Number:	2915478	1800MATTRESS	
Registration Number:	3803521	1800MATTRESS.COM	
Registration Number:	2581984	LEAVE OFF THE LAST "S" FOR SAVINGS	
Registration Number:	4360702	LEAVE OFF THE LAST "S" FOR SAVINGS!	
Registration Number:	2374536		
Registration Number:	1757763	PHONE-A-MATTRESS	
Registration Number:	1697217	THE BEDDING CONSULTANTS	
Registration Number:	2000477	1 800 BUY-A-BED	

OP \$5765.00 2915478

Property Type	Number	Word Mark
Registration Number:	2776934	DISCOVER YOUR COMFORT
Registration Number:	4521239	HAVE A GOOD NIGHT'S SLEEP ON US
Registration Number:	4477225	MATTRESS DISCOUNTERS
Registration Number:	2825900	MATTRESS DISCOUNTERS
Registration Number:	2834292	MATTRESS DISCOUNTERS HAVE A GOOD NIGHT'S
Registration Number:	2758092	MATTRESS DISCOUNTERS HAVE A GOOD NIGHT'S
Registration Number:	4521279	MATTRESS KING
Registration Number:	2782841	
Registration Number:	2202064	ROYAL COMFORT COLLECTION
Registration Number:	1754344	
Registration Number:	5375368	8 REPLACE EVERY 8
Registration Number:	4923689	ACCUMUL8
Registration Number:	3322790	ALL THE BEST BRANDS...ALL THE BEST PRICE
Registration Number:	4969562	ALLEVI8
Registration Number:	4923692	APPRECI8
Registration Number:	4886441	AQUA FIRM
Registration Number:	4801263	AQUA LUXE
Registration Number:	4896493	AQUALUXE
Registration Number:	5121245	AQUALUXE
Registration Number:	4886479	ATMOS
Registration Number:	2607270	BACK TO BED
Registration Number:	4961135	BCTC
Registration Number:	5166861	BEAVER CREEK TRADING CO.
Registration Number:	2730307	BEDDING EXPERTS
Registration Number:	4923368	BILLION DOLLAR BUYING POWER
Registration Number:	5312453	· BUY A DREAM · GIVE A DREAM DREAM IT FO
Registration Number:	3757635	BUY IT TODAY SLEEP ON IT TONIGHT
Registration Number:	4923697	CELEBR8
Registration Number:	4251706	CLIMATE CONTROL SLEEP
Registration Number:	4317518	CLIMATE CONTROL SLEEP FOR YOU AND ME
Registration Number:	3880278	COMFORT BY COLOR
Registration Number:	4729337	
Registration Number:	4984084	COMMUNIC8
Registration Number:	4923696	CONTEMPL8
Registration Number:	4923690	DON8
Registration Number:	4276475	DREAM IT'S POSSIBLE.
Registration Number:	4973816	DREAM TEAM DELIVERY
Registration Number:	4923691	EDUC8

Property Type	Number	Word Mark
Registration Number:	4923695	EXFOLI8
Registration Number:	3644358	EXPERIENCE CONTOURED
Registration Number:	3712629	EXPERIENCE FIRM
Registration Number:	3644359	EXPERIENCE PERSONALIZED
Registration Number:	3644357	EXPERIENCE PILLOWTOP
Registration Number:	3644356	EXPERIENCE PLUSH
Registration Number:	4906364	EXPERT MATCH
Registration Number:	4923693	EXTERMIN8
Registration Number:	3516413	FIND YOUR COMFORT. FOLLOW YOUR COLOR.
Registration Number:	2187369	FOR THAT OOOH AHHH FEEL
Registration Number:	4657971	FURNITURE FIRM
Registration Number:	4792234	GR8
Registration Number:	4226360	GUARANTEED HAPPY OR YOUR MONEY BACK 100
Registration Number:	4292832	GUARANTEED RED CARPET DELIVERY 3 HOUR WI
Registration Number:	4230550	GUARANTEED WE BEAT ANY ADVERTISED PRICEB
Registration Number:	3090339	HAMPTON & RHODES
Registration Number:	4102968	HAPPINESS GUARANTEE
Registration Number:	5105525	HEAVYW8
Registration Number:	4937116	KIDS SLEEP FREE
Registration Number:	3965507	LOVE YOUR MATTRESS
Registration Number:	5374238	LOVE YOUR MATTRESS GUARANTEE
Registration Number:	4743986	LUXLIVING
Registration Number:	5281735	LUXLIVING
Registration Number:	5034440	LUXLIVING
Registration Number:	4752291	LUXLIVING ONLY AT MATTRESS FIRM
Registration Number:	5029877	LUXLIVING ONLY AT MATTRESS FIRM
Registration Number:	5281734	LUXLIVING ONLY AT MATTRESS FIRM
Registration Number:	3923443	MATTRESS FIRM
Registration Number:	3799446	MATTRESS FIRM
Registration Number:	3323162	MATTRESS FIRM
Registration Number:	3941031	MATTRESS FIRM
Registration Number:	3799445	MATTRESS FIRM
Registration Number:	3412394	MATTRESSFIRM CLEARANCE CENTER
Registration Number:	5375779	MATTRESS FIRM FINAL MARKDOWN
Registration Number:	5519963	MATTRESS FIRM FINAL MARKDOWN
Registration Number:	5408033	MATTRESS FIRM FOSTER KIDS
Registration Number:	3008804	MATTRESS FIRM RED CARPET DELIVERY SERVIC
Registration Number:	4863444	MATTRESS FIRM SLEEP EXPERIENCE

Property Type	Number	Word Mark
Registration Number:	3323167	MATRESSFIRM SUPERCENTER
Registration Number:	5375783	MATRESSFIRM FINAL MARKDOWN
Registration Number:	1738789	MATRESS GIANT
Registration Number:	2354497	MATRESS GIANT
Registration Number:	4340116	MATRESSMATCHING
Registration Number:	4296359	MATRESS PEOPLE
Registration Number:	5087207	MFRM
Registration Number:	3806555	NATIONALLY KNOWN, LOCALLY OWNED
Registration Number:	4451706	NO MATTER HOW YOU SLEEP, WE HAVE YOUR PI
Registration Number:	5311945	NO NIGHTMARE · GUARANTEE 180 NIGHTS
Registration Number:	4171328	NOBODY BEATS OUR PRICE ON MATTRESSES. NO
Registration Number:	2327390	NOBODY SELLS FOR LESS, NOBODY!
Registration Number:	4319559	NOBODY SELLS FOR LESS, NOBODY!
Registration Number:	3628000	NOT JUST ANOTHER MATTRESS STORE
Registration Number:	4287715	OLEJO
Registration Number:	4886480	PROBUYS
Registration Number:	4886481	PROPICKS
Registration Number:	4886482	PROPLUS
Registration Number:	5221186	QUALITY CRAFTSMANSHIP BEST IN BOX
Registration Number:	4973947	RENOV8
Registration Number:	3868117	REPLACE EVERY 8
Registration Number:	5365119	REPLACE EVERY 8
Registration Number:	5430163	REST & RELAX
Registration Number:	4923694	SATUR8
Registration Number:	4015066	SAVE MONEY. SLEEP HAPPY
Registration Number:	2804643	SHOP SMART. SLEEP BETTER.
Registration Number:	3806973	SIDE BY SIDE BEFORE YOU DECIDE
Registration Number:	4685284	SIGN & SLEEP
Registration Number:	2993968	SLEEP AMERICA
Registration Number:	2260533	SLEEP AMERICA
Registration Number:	4266399	SLEEP EXPERTS
Registration Number:	5558749	SLEEP EXPERTS
Registration Number:	4822389	SLEEP HAPPY
Registration Number:	4684990	SLEEP HAPPY GUARANTEE
Registration Number:	4672086	SLEEP HAPPY PROMISE
Registration Number:	3745133	SLEEP MADE EASY
Registration Number:	5459315	SLEEPSTAKES
Registration Number:	4720673	TAG

Property Type	Number	Word Mark
Registration Number:	4923698	TERMIN8
Registration Number:	1613341	THE BEDDING EXPERTS
Registration Number:	1915716	THE MATTRESS FIRM
Registration Number:	5563644	TULO
Registration Number:	4902288	WE BOUGHT IT ALL...
Registration Number:	3053436	WE MAKE IT EASY TO GET A GREAT NIGHT'S S
Registration Number:	3627998	WHAT'S YOUR COLOR?
Registration Number:	3627999	WHAT'S YOUR SLEEP COLOR?
Registration Number:	4791296	WHEN MANUFACTURERS COMPETE...YOU SAVE
Registration Number:	4700669	WHEN THEY'RE GONE, THEY'RE GONE
Registration Number:	2628220	WHERE DREAMS COME TRUE
Registration Number:	2860423	WHERE IT'S EASY TO GET A GREAT NIGHT'S S
Registration Number:	3628530	YOUR PRESCRIPTION FOR A GREAT NIGHT'S SL
Registration Number:	4342934	YUME
Registration Number:	1946855	1-800-SLEEPY'S
Registration Number:	3797376	A BETTER TOMORROW STARTS WITH A BETTER N
Registration Number:	3886435	A BETTER WAY TO BUY A MATTRESS
Registration Number:	4407308	ALL THINGS SLEEP
Registration Number:	4434029	COMFORT THAT LASTS A LIFETIME
Registration Number:	1225578	HAVE MORE FUN IN BED
Registration Number:	4923097	HMK WHOLESALE MATTRESS COMPANY
Registration Number:	4407044	LET OUR BUYING POWER BE YOUR BUYING POWE
Registration Number:	1566026	ORTHOPOSTURE
Registration Number:	1764518	ORTHO-POSTURE
Registration Number:	1728376	ROCKAWAY BEDDING
Registration Number:	1733754	ROCKAWAY BEDDING CENTERS
Registration Number:	4415129	S SLEEPYS TOPPERS COMFORTERS PILLOWS SHE
Registration Number:	3800956	SLEEP WELL. DREAM BIG.
Registration Number:	3808346	SLEEP. IT'S THE NEW ALL-NIGHTER.
Registration Number:	1265009	SLEEPY'S
Registration Number:	1547769	SLEEPY'S
Registration Number:	4542531	SLEEPY'S
Registration Number:	2469626	SLEEPY'S BRONZE
Registration Number:	2469616	SLEEPY'S GOLD
Registration Number:	2322385	SLEEPY'S INCREDIBLE PRICE GUARANTEE
Registration Number:	2800712	SLEEPY'S PLATINUM
Registration Number:	2469615	SLEEPY'S SILVER
Registration Number:	2800711	SLEEPY'S SOLID GOLD

Property Type	Number	Word Mark
Registration Number:	3739598	SLEEPY'S THE MATTRESS PROFESSIONALS
Registration Number:	4546762	SLEEPY'S
Registration Number:	2265183	THE LAST "S" IN SLEEPY'S STANDS FOR SAVI
Registration Number:	1257589	THE MATTRESS PROFESSIONALS
Registration Number:	2953960	THE MOST TRUSTED NAME IN MATTRESSES
Registration Number:	4894447	THE ONLY MATTRESS PROFESSIONALS
Registration Number:	3748665	THE SLEEP PROFESSIONALS
Registration Number:	3797377	THERE'S NEVER BEEN A BETTER TIME TO GET
Registration Number:	2368899	WE GUARANTEE YOU A GOOD NIGHT'S SLEEP
Registration Number:	1534859	WE'VE GOT YOUR MATTRESS
Registration Number:	4307757	
Registration Number:	4303885	
Registration Number:	3158196	NOT EVERYONE CAN BE A FOSTER PARENT, BUT
Registration Number:	3158197	NOT EVERYONE CAN BE A FOSTER PARENT, BUT
Registration Number:	3198396	NOT EVERYONE CAN BE A FOSTER PARENT, BUT
Registration Number:	4244767	PAJAMA BOWL
Registration Number:	2924355	SLEEP COUNTRY
Registration Number:	4376313	SLEEP COUNTRY
Registration Number:	2955701	SLEEP COUNTRY PLUS
Registration Number:	1785946	SLEEP COUNTRY USA
Registration Number:	2851125	WE WON'T REST UNTIL YOU DO
Registration Number:	1844912	WHY BUY A MATTRESS ANYWHERE ELSE?
Registration Number:	4650342	GOOD DEED DOGS
Registration Number:	4650259	GOOD DEED DOGS
Registration Number:	4650341	GOOD DEED DOGS
Registration Number:	4650261	HELPING DOGS HELP PEOPLE
Registration Number:	4556041	MATTRESSES 4 KIDS
Registration Number:	4446778	
Registration Number:	4651897	
Registration Number:	4754577	
Registration Number:	4006953	GOT SLEEP?
Registration Number:	4579572	GOT SLEEP?
Registration Number:	4579571	GOT SLEEP?
Registration Number:	4298129	GOT SLEEP? BY SLEEP TRAIN
Registration Number:	4298120	GOT SLEEP? BY SLEEP TRAIN
Registration Number:	4297888	GOT SLEEP? BY SLEEP TRAIN
Registration Number:	4298114	GOT SLEEP? BY SLEEP TRAIN
Registration Number:	4406008	

Property Type	Number	Word Mark
Registration Number:	4205177	
Registration Number:	4303884	
Registration Number:	4376084	SLEEP TRAIN
Registration Number:	1714531	SLEEP TRAIN
Registration Number:	5114290	SLEEP TRAIN
Registration Number:	4157300	SLEEP TRAIN MATTRESS CENTER
Registration Number:	4205179	SLEEP TRAIN MATTRESS CENTERS
Registration Number:	4298131	STOP SEARCHING AND START SLEEPING.
Registration Number:	4380393	SUPERIOR SERVICE. BEST SELECTION. LOWEST
Registration Number:	1714532	YOUR TICKET TO A BETTER NIGHT'S SLEEP
Serial Number:	87687392	AQUALUXE
Serial Number:	87019761	DREAM TEAM DELIVERY
Serial Number:	86874574	DREAM TEAM DELIVERY FREE SHIPPING
Serial Number:	87545270	DRITEMP
Serial Number:	87541924	EVERYTHING YOU WANT IN A BED, IN A BOX
Serial Number:	87541994	HOME BASE
Serial Number:	87859513	HOME OF THE FREE ADJUSTABLE BASE
Serial Number:	87479537	MATRESSPRO
Serial Number:	87922109	NOBODY SELLS MEMORY FOAM FOR LESS, NOBOD
Serial Number:	87582659	OCTAVE
Serial Number:	87868780	REPLACE 8 EVERY 8
Serial Number:	87178463	REST & RELAX
Serial Number:	87462035	REST & RELAX
Serial Number:	87497528	SELECTION MADE EASY
Serial Number:	87652422	SLEEP WELL. EVERY BODY.
Serial Number:	87541930	SLEEPY'S
Serial Number:	87769122	SLEEPY'S
Serial Number:	87462055	TECHNOLOGY TO POWER OFF
Serial Number:	88067220	THE DAILY DOZE
Serial Number:	87977626	TULO
Serial Number:	88022616	TULO LIV
Serial Number:	87943505	YOUR BUDGET STRETCHES FURTHER

CORRESPONDENCE DATA

Fax Number:

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

Phone: 212.318.6532

Email: alanagramer@paulhastings.com

Correspondent Name: Alana Gramer
Address Line 1: 200 Park Avenue
Address Line 2: Paul Hastings LLP
Address Line 4: New York, NEW YORK 10166

ATTORNEY DOCKET NUMBER: 1017567 TM TL

NAME OF SUBMITTER: Alana Gramer

SIGNATURE: /Alana Gramer/

DATE SIGNED: 11/21/2018

Total Attachments: 45

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TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Trademark Security Agreement”) dated November 21, 2018, is made by the Persons listed on the signature pages hereof (collectively, the “Grantors”) in favor of Barclays Bank PLC, as collateral agent (the “Collateral Agent”) for the Secured Parties (as defined in the Credit Agreement referred to below).

Reference is made to (i) the Term Loan Credit Agreement, dated as of November 21, 2018 (as amended, restated, amended and restated, supplemented and/or otherwise modified from time to time, the “Credit Agreement”), among Mattress Firm, Inc., Mattress Holding Corp., Parent Guarantors, the Lenders party thereto from time to time and Barclays Bank PLC, as Administrative Agent and Collateral Agent and (ii) each Secured Hedge Agreement. The Lenders have agreed to extend credit to the Borrower subject to the terms and conditions set forth in the Credit Agreement, the Hedge Banks have agreed to enter into and/or maintain one or more Secured Hedge Agreements, on the terms and conditions set forth in the Credit Agreement.

Whereas, as a condition precedent to the Lenders extension of such credit, the obligation of the Hedge Banks to enter into and/or maintain such Secured Hedge Agreements, each Grantor has executed and delivered that certain Security Agreement dated November 21, 2018, made by the Grantors to the Collateral Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Security Agreement”).

Whereas, under the terms of the Security Agreement, the Grantors have granted to the Collateral Agent, for the benefit of the Secured Parties, a security interest in, among other property, certain intellectual property of the Grantors, and have agreed as a condition thereof to execute this Trademark Security Agreement for recording with the U.S. Patent and Trademark Office and other governmental authorities.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor agrees as follows:

SECTION 1. Terms. Terms defined in the Credit Agreement and Security Agreement and not otherwise defined herein are used herein as defined in the Credit Agreement and Security Agreement.

SECTION 2. Grant of Security. Each Grantor hereby grants to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties a continuing security interest in all of the Grantor’s right, title and interest, whether now owned or hereafter acquired or arising in, to and under the Trademarks, including the Trademarks set forth on Schedule A attached hereto.

SECTION 3. Security for Obligations. The grant of a security interest in the Trademarks by each Grantor under this Trademark Security Agreement is made to secure the payment or performance, as the case may be, in full of the Secured Obligations.

SECTION 4. Recordation. Each Grantor authorizes and requests that the Commissioner for Trademarks and any other applicable government officer record this Trademark Security Agreement.

SECTION 5. Execution in Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

SECTION 6. Security Agreement. This Trademark Security Agreement has been entered into in conjunction with the provisions of the Security Agreement. Each Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Collateral Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the undersigned has executed this Trademark Security Agreement as of the date first above written.

1800MATTRESS.COM IP, LLC, Grantor

By:



Name: Hendre Ackermann

Title: Vice President and Treasurer

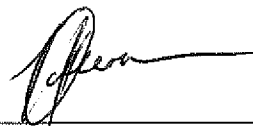
[Signature Page to Term Loan Trademark Security Agreement]

**TRADEMARK
REEL: 006490 FRAME: 0705**

IN WITNESS WHEREOF, the undersigned has executed this Trademark Security Agreement as of the date first above written.

MATTRESS DISCOUNTERS IP LLC,
Grantor

By:



Name: Hendre Ackermann
Title: Vice President and Treasurer

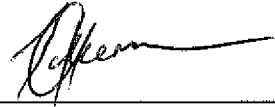
[Signature Page to Term Loan Trademark Security Agreement]

TRADEMARK
REEL: 006490 FRAME: 0706

IN WITNESS WHEREOF, the undersigned has executed this Trademark Security Agreement as of the date first above written.

MATTRESS FIRM, INC., Grantor

By: _____



Name: Hendre Ackermann
Title: Chief Operating Officer and
Chief Financial Officer


[Signature Page to Term Loan Trademark Security Agreement]

**TRADEMARK
REEL: 006490 FRAME: 0707**

IN WITNESS WHEREOF, the undersigned has executed this Trademark Security Agreement as of the date first above written.

SINT, LLC, Grantor

By: _____



Name: Hendre Ackermann

Title: Vice President and Treasurer


[Signature Page to Term Loan Trademark Security Agreement]

TRADEMARK
REEL: 006490 FRAME: 0708

IN WITNESS WHEREOF, the undersigned has executed this Trademark Security Agreement as of the date first above written.

SLEEP COUNTRY USA, LLC, Grantor

By:



Name: Hendre Ackermann

Title: Vice President and Treasurer

[Signature Page to Term Loan Trademark Security Agreement]

TRADEMARK
REEL: 006490 FRAME: 0709

IN WITNESS WHEREOF, the undersigned has executed this Trademark Security Agreement as of the date first above written.

DIAL OPERATIONS, LLC, Grantor

By:



Name: Hendre Ackermann

Title: Vice President and Treasurer

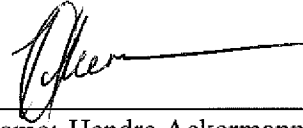
[Signature Page to Term Loan Trademark Security Agreement]

TRADEMARK
REEL: 006490 FRAME: 0710

IN WITNESS WHEREOF, the undersigned has executed this Trademark Security Agreement as of the date first above written.

ST SAN DIEGO, LLC, Grantor

By:



Name: Hendre Ackermann
Title: Vice President and Treasurer

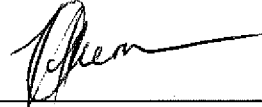
[Signature Page to Term Loan Trademark Security Agreement]

TRADEMARK
REEL: 006490 FRAME: 0711

IN WITNESS WHEREOF, the undersigned has executed this Trademark Security Agreement as of the date first above written.

THE SLEEP TRAIN, INC., Grantor

By: _____



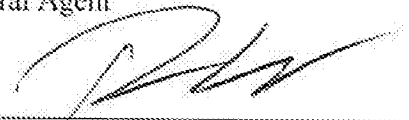
Name: Hendre Ackermann
Title: Chief Operating Officer and
Chief Financial Officer

[Signature Page to Term Loan Trademark Security Agreement]

TRADEMARK
REEL: 006490 FRAME: 0712

BARCLAYS BANK PLC,
as Collateral Agent

By:



Name: Ritam Bhalla

Title: Director

[Signature Page to Term Loan Trademark Security Agreement]

1800MATTRESS.COM IP, LLC

SCHEDULE A

<u>Mark</u>	<u>Owner Name</u>	<u>Country</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Ref. No.</u>	<u>Ref. Date</u>
1800MATTRESS (and Design)	1800MATTRESS.COM IP, LLC	UNITED STATES	76/290744	07/27/2001	2915478	01/04/2005
1800MATTRESS	1800MATTRESS.COM IP, LLC	UNITED STATES	77/069615	12/21/2006	3803521	06/15/2010
LEAVE OFF THE LAST "S" FOR SAVINGS	1800MATTRESS.COM IP, LLC	UNITED STATES	76/290769	07/27/2001	2581984	06/18/2002
LEAVE OFF THE LAST "S" FOR SAVINGS!	1800MATTRESS.COM IP, LLC	UNITED STATES	85/764561	10/26/2012	4360702	07/02/2013
MISCELLANEOUS DESIGN (Mattress)	1800MATTRESS.COM IP, LLC	UNITED STATES	75/618050	01/11/1999	2374536	08/08/2000
						

TRADEMARK

REEL: 006490 FRAME: 0714



Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
PHONE-A-MATRESS	1800MATRESS.COM IP, LLC	UNITED STATES	74/112084	11/05/1990	1757763	03/09/1993
THE BEDDING CONSULTANTS	1800MATRESS.COM IP, LLC	UNITED STATES	74/108222	10/19/1990	1697217	06/23/1992

TRADEMARK

REEL: 006490 FRAME: 0715


Mattress Discounters IP, LLC

Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
1-800-BUY-A-BED	Mattress Discounters IP, LLC	UNITED STATES	74/736160	09/29/1995	2000477	09/10/1996
DISCOVER YOUR COMFORT	Mattress Discounters IP, LLC	UNITED STATES	78/143783	07/15/2002	2776934	10/21/2003
HAVE A GOOD NIGHT'S SLEEP ON US	Mattress Discounters IP, LLC	UNITED STATES	86/051284	08/29/2013	4521239	04/29/2014
MATRESS DISCOUNTERS	Mattress Discounters IP, LLC	UNITED STATES	85/901496	04/11/2013	4477225	02/04/2014
MATRESS DISCOUNTERS (and Design) (Dynamic Wave)	Mattress Discounters IP, LLC	UNITED STATES	76/383196	03/18/2002	2825900	03/23/2004

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
 MATTRESS DISCOUNTERS						
MATTRESS DISCOUNTERS HAVE A GOOD NIGHT'S SLEEP ON US. (and Design)	Mattress Discounters IP, LLC	UNITED STATES	78/144837	07/17/2002	2834292	04/20/2004
 MATTRESS DISCOUNTERS	Mattress Discounters IP, LLC	UNITED STATES	76/335760	11/08/2001	2758092	09/02/2003
MATTRESS DISCOUNTERS HAVE A GOOD NIGHT'S SLEEP ON US. (and Design)	Mattress Discounters IP, LLC	UNITED STATES	86/059386	09/09/2013	4521279	04/29/2014

TRADEMARK

REEL: 006490 FRAME: 0716

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
MISCELLANEOUS DESIGN (MATTRESS DISCOUNTERS DYNAMIC WAVE)	LLC					
	Mattress Discounters IP, LLC	UNITED STATES	76/383197	03/18/2002	2782841	11/11/2003
ROYAL COMFORT ¹ COLLECTION	Mattress Discounters IP, LLC	UNITED STATES	75/232626	01/28/1997	2202064	11/03/1998
SENSORY MARK (HAVE A GOOD NIGHT'S SLEEP ON US, MATTRESS DISCOUNTERS JINGLE)	Mattress Discounters IP, LLC	UNITED STATES	74/219263	11/06/1991	1754344	02/23/1993

Mattress Firm, Inc.

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
8 REPLACE EVERY 8 (and Design)	Mattress Firm, Inc.	UNITED STATES	87/497779	06/20/2017	5375368	01/09/2018

¹ Current owner is Mattress Discounters Corporation.

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
						
ACCUMUL8	Mattress Firm, Inc.	UNITED STATES	86/407008	09/26/2014	4923689	03/22/2016
ALL THE BEST BRANDS...ALL THE BEST PRICES!	Mattress Firm, Inc.	UNITED STATES	77/079733	01/10/2007	3322790	10/30/2007
ALLEVI8	Mattress Firm, Inc.	UNITED STATES	86/406999	09/26/2014	4969562	05/31/2016
APPRECI8	Mattress Firm, Inc.	UNITED STATES	86/407227	09/26/2014	4923692	03/22/2016
AQUA FIRM	Mattress Firm, Inc.	UNITED STATES	86/238319	04/01/2014	4886441	01/12/2016
AQUA LUXE	Mattress Firm, Inc.	UNITED STATES	86/976679	04/01/2014	4801263	08/25/2015
AQUALUXE	Mattress Firm, Inc.	UNITED STATES	86/977881	04/01/2014	4896493	02/02/2016
AQUALUXE	Mattress Firm, Inc.	UNITED STATES	86/980986	04/01/2014	5121245	01/10/2017
AQUALUXE	Mattress Firm, Inc.	UNITED STATES	87/687392	11/16/2017		

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
ATMOS	Mattress Firm, Inc.	UNITED STATES	86/259301	04/22/2014	4886479	01/12/2016
BACK TO BED	Mattress Firm, Inc.	UNITED STATES	76/263581	05/25/2001	2607270	08/13/2002
BEDMART	Mattress Firm, Inc.	US STATE / ARIZONA			583952	Unknown
BEDMART	Mattress Firm, Inc.	US STATE / COLORADO			20111526010	Unknown
BCTC	Mattress Firm, Inc.	UNITED STATES	86/493589	12/31/2014	4961135	05/17/2016
BEAVER CREEK TRADING CO.	Mattress Firm, Inc.	UNITED STATES	86/468117	12/01/2014	5166861	03/21/2017
BEDDING EXPERTS	Mattress Firm, Inc.	UNITED STATES	76/323009	10/05/2001	2730307	06/24/2003
BILLION DOLLAR BUYING POWER	Mattress Firm, Inc.	UNITED STATES	86/259344	04/22/2014	4923368	03/22/2016
BUY A DREAM GIVE A DREAM DREAM IT FORWARD (and Logo)	Mattress Firm, Inc.	UNITED STATES	86/982936	09/01/2015	5312453	10/17/2017
						
BUY IT TODAY SLEEP ON IT TONIGHT	Mattress Firm, Inc.	UNITED STATES	78/527450	12/06/2004	3757635	03/09/2010

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
CELEBR8	Mattress Firm, Inc.	UNITED STATES	86/407277	09/26/2014	4923697	03/22/2016
CLIMATE CONTROL SLEEP	Mattress Firm, Inc.	UNITED STATES	85/097571	07/31/2010	4251706	11/27/2012
CLIMATE CONTROL SLEEP FOR YOU AND ME	Mattress Firm, Inc.	UNITED STATES	85/097573	07/31/2010	4317518	04/09/2013
COMFORT BY COLOR	Mattress Firm, Inc.	UNITED STATES	77/347258	12/07/2007	3880278	11/23/2010
COMFORT BY COLOR TRADE DRESS (BANNER PANELS) (and Design) (Product Configuration Mark)	Mattress Firm, Inc.	UNITED STATES	86/034788	08/12/2013	4729337	04/28/2015
						
COMMUNIC8	Mattress Firm, Inc.	UNITED STATES	86/406972	09/26/2014	4984084	06/21/2016
CONTEMPL8	Mattress Firm, Inc.	UNITED STATES	86/407260	09/26/2014	4923696	03/22/2016
DON8	Mattress Firm, Inc.	UNITED STATES	86/407212	09/26/2014	4923690	03/22/2016
DREAM IT'S POSSIBLE.	Mattress Firm, Inc.	UNITED STATES	85/320671	05/13/2011	4276475	01/15/2013

TRADEMARK

REEL: 006490 FRAME 0720

Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
DREAM TEAM DELIVERY	Mattress Firm, Inc.	UNITED STATES	86/369564	08/18/2014	4973816	06/07/2016
DREAM TEAM DELIVERY	Mattress Firm, Inc.	UNITED STATES	87/019761	04/29/2016		
DREAM TEAM DELIVERY FREE SHIPPING (and Design)	Mattress Firm, Inc.	UNITED STATES	86/874574	01/13/2016		
						
DRIITEMP	Mattress Firm, Inc.	UNITED STATES	87/545270	07/27/2017		
EDUC8	Mattress Firm, Inc.	UNITED STATES	86/407222	09/26/2014	4923691	03/22/2016
EVERYTHING YOU WANT IN A BED, IN A BOX	Mattress Firm, Inc.	UNITED STATES	87/541924	07/25/2017		
EXFOLIB	Mattress Firm, Inc.	UNITED STATES	86/407243	09/26/2014	4923695	03/22/2016
EXPERIENCE CONTOURED	Mattress Firm, Inc.	UNITED STATES	77/347274	12/07/2007	3644358	06/23/2009
EXPERIENCE FIRM	Mattress Firm, Inc.	UNITED STATES	77/347271	12/07/2007	3712629	11/17/2009

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
EXPERIENCE PERSONALIZED	Mattress Firm, Inc.	UNITED STATES	77/347276	12/07/2007	3644359	06/23/2009
EXPERIENCE PILLOWTOP	Mattress Firm, Inc.	UNITED STATES	77/347273	12/07/2007	3644357	06/23/2009
EXPERIENCE PLUSH	Mattress Firm, Inc.	UNITED STATES	77/347268	12/07/2007	3644356	06/23/2009
EXPERT MATCH	Mattress Firm, Inc.	UNITED STATES	86/390462	09/10/2014	4906364	02/23/2016
EXTERMIN8	Mattress Firm, Inc.	UNITED STATES	86/407233	09/26/2014	4923693	03/22/2016
FIND YOUR COMFORT FOLLOW YOUR COLOR	Mattress Firm, Inc.	UNITED STATES	77/459911	04/28/2008	3516413	10/14/2008
FOR THAT OOOH AHHH FEEL	Mattress Firm, Inc.	UNITED STATES	75/270649	03/24/1997	2187369	09/08/1998
FURNITURE FIRM	Mattress Firm, Inc.	UNITED STATES	86/238289	04/01/2014	4657971	12/16/2014
GR8	Mattress Firm, Inc.	UNITED STATES	86/406956	09/26/2014	4792234	08/11/2015
GUARANTEED HAPPY OR YOUR MONEY BACK 100 DAYS NO HIDDEN FEES (Stylized w/Design)	Mattress Firm, Inc.	UNITED STATES	85/205067	12/23/2010	4226360	10/16/2012

TRADEMARK

Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
 GUARANTEED RED CARPET DELIVERY 3 HOUR WINDOW OR IT'S FREE (Stylized w/Design)	Mattress Firm, Inc.	UNITED STATES	85/205079	12/23/2010	4292832	02/19/2013
GUARANTEED WE BEAT ANY ADVERTISED PRICE BY 10% OR IT'S FREE (Stylized w/Design)	Mattress Firm, Inc.	UNITED STATES	85/205043	12/23/2010	4230550	10/23/2012
						
HAMPTON & RHODES	Mattress Firm, Inc.	UNITED STATES	78/643041	06/03/2005	3090339	05/09/2006
HAMPTON & RHODES	Mattress Firm, Inc.	UNITED STATES				
HAPPINESS GUARANTEE	Mattress Firm, Inc.	UNITED STATES	85/094042	07/27/2010	4102968	02/21/2012
HEAVVW8	Mattress Firm, Inc.	UNITED STATES	86/407003	09/26/2014	5105525	12/20/2016

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
HOME BASE	Mattress Firm, Inc.	UNITED STATES	87/541994	07/25/2017		
HOME OF THE FREE ADJUSTABLE BASE	Mattress Firm, Inc.	UNITED STATES	87/859513	04/02/2018		
KIDS SLEEP FREE	Mattress Firm, Inc.	UNITED STATES	86/023908	07/30/2013	4937116	04/12/2016
LOVE YOUR MATTRESS	Mattress Firm, Inc.	UNITED STATES	85/133180	09/20/2010	3965507	05/24/2011
LOVE YOUR MATTRESS GUARANTEE	Mattress Firm, Inc.	UNITED STATES	87/462022	05/24/2017	5374238	01/09/2018
LUXLIVING	Mattress Firm, Inc.	UNITED STATES	85/707496	08/20/2012	4743986	05/26/2015
LUXLIVING	Mattress Firm, Inc.	UNITED STATES	86/685840	07/07/2015	5281735	09/05/2017
LUXLIVING	Mattress Firm, Inc.	UNITED STATES	86/686480	07/08/2015	5034440	09/06/2016
LUXLIVING ONLY AT MATTRESS FIRM (and Design)	Mattress Firm, Inc.	UNITED STATES	85/770314	11/02/2012	4752291	06/09/2015
LUXLIVING ONLY AT MATTRESS FIRM (and Design)	Mattress Firm, Inc.	UNITED STATES	86/685853	07/07/2015	5029877	08/30/2016

TRADEMARK

REEL: 006490 FRAME: 0724

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
						
LUXLIVING ONLY AT MATTRESS FIRM (and Design)	Mattress Firm, Inc.	UNITED STATES	86/685831	07/07/2015	5281734	09/05/2017
						
MATTRESS FIRM	Mattress Firm, Inc.	UNITED STATES	77/216752	06/07/2007	3923443	02/22/2011
MATTRESS FIRM	Mattress Firm, Inc.	UNITED STATES	77/859600	10/28/2009	3799446	06/08/2010
MATTRESS FIRM (and Design)						
						
MATTRESS FIRM, Inc.	Mattress Firm, Inc.	UNITED STATES	77/103618	02/09/2007	3323162	10/30/2007

TRADEMARK

REEL: 006490 FRAME: 0725

Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
MATTRESS FIRM (and Design/Red Color)	Mattress Firm, Inc.	UNITED STATES	77/216757	06/27/2007	3941031	04/05/2011
	Mattress Firm, Inc.	UNITED STATES	77/859596	10/28/2009	3799445	06/08/2010
MATTRESS FIRM (Stylized and Design)	Mattress Firm, Inc.	UNITED STATES	77/113366	02/22/2007	3412394	04/15/2008
MATTRESS FIRM CLEARANCE CENTER	Mattress Firm, Inc.	UNITED STATES	86/803912	10/29/2015	5375779	01/09/2018
MATTRESS FIRM FINAL MARKDOWN	Mattress Firm, Inc.	UNITED STATES	86/805361	10/30/2015	5519963	07/17/2018

Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
						
MATTRESS FIRM FOSTER KIDS	Mattress Firm, Inc.	UNITED STATES	86/872470	01/12/2016	5408033	02/20/2018
MATTRESS FIRM RED CARPET DELIVERY SERVICE	Mattress Firm, Inc.	UNITED STATES	78/469626	08/18/2004	3008804	10/25/2005
MATTRESS FIRM SLEEP EXPERIENCE	Mattress Firm, Inc.	UNITED STATES	85/547647	02/20/2012	4863444	12/01/2015
MATTRESS FIRM SUPER CENTER	Mattress Firm, Inc.	UNITED STATES	77/103680	02/09/2007	3323167	10/30/2007
MATTRESSFIRM FINAL MARKDOWN						
	Mattress Firm, Inc.	UNITED STATES	86/806233	11/02/2015	5375783	01/09/2018
MATTRESS GIANT	Mattress Firm, Inc.	UNITED STATES	74/198456	08/26/1991	1738789	12/08/1992
MATTRESS GIANT (and Design)	Mattress Firm, Inc.	UNITED STATES	75/477706	05/01/1998	2354497	06/06/2000

TRADEMARK
REEL: 006490 FRAME: 0727

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
						
MATRESSMATCHING	Mattress Firm, Inc.	UNITED STATES	85/093999	07/27/2010	4340116	05/21/2013
MATRESS PEOPLE	Mattress Firm, Inc.	UNITED STATES	85/474927	11/17/2011	4296359	02/26/2013
MATRESSPRO	Mattress Firm, Inc.	UNITED STATES	87/479537	06/07/2017		
MFRM	Mattress Firm, Inc.	UNITED STATES	86/507752	01/20/2015	5087207	11/22/2016
NATIONALLY KNOWN, LOCALLY OWNED	Mattress Firm, Inc.	UNITED STATES	77/859591	10/28/2009	3806555	06/22/2010
NO MATTER HOW YOU SLEEP, WE HAVE YOUR PILLOW!	Mattress Firm, Inc.	UNITED STATES	85/284316	04/01/2011	4451706	12/17/2013
NO NIGHTMARE GUARANTEE 180 NIGHTS (and Logo)	Mattress Firm, Inc.	UNITED STATES	86/743786	09/01/2015	5311945	10/17/2017

TRADEMARK

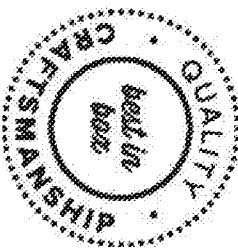
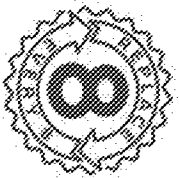
REEL: 006490 FRAME: 0728


Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
NOBODY BEATS OUR PRICE ON MATTRESSES. NOBODY.	Mattress Firm, Inc.	UNITED STATES	85/470135	11/11/2011	4171328	07/10/2012
NOBODY SELLS BEDDING FOR LESS, NOBODY!	Mattress Firm, Inc.	US STATE / TEXAS	N/A	03/14/1996	5546817	03/14/1996
NOBODY SELLS FOR LESS, NOBODY!	Mattress Firm, Inc.	US STATE / TEXAS	95-570893	11/20/1995	5534817	11/20/1995
NOBODY SELLS FOR LESS, NOBODY!	Mattress Firm, Inc.	UNITED STATES	74/729878	09/15/1995	2327390	03/07/2000
NOBODY SELLS FOR LESS, NOBODY!	Mattress Firm, Inc.	UNITED STATES	85/375396	07/19/2011	4319559	04/16/2013
NOBODY SELLS MATTRESSES FOR LESS, NOBODY!	Mattress Firm, Inc.	US STATE / TEXAS	95-582679	02/28/1996	5540217	02/28/1996
NOBODY SELLS MEMORY FOAM FOR LESS, NOBODY!	Mattress Firm, Inc.	UNITED STATES	87/922109	05/15/2018		
NOT JUST ANOTHER MATTRESS STORE	Mattress Firm, Inc.	UNITED STATES	77/347279	12/07/2007	3628000	05/26/2009
OCTAVE	Mattress Firm, Inc.	UNITED STATES	87/582659	08/24/2017		
OLEIO	Mattress Firm, Inc.	UNITED STATES	85/482042	11/28/2011	4287715	02/12/2013
PROBUYS	Mattress Firm, Inc.	UNITED STATES	86/259316	04/22/2014	4886480	01/12/2016

TRADEMARK

REEL: 006490 FRAME 0729

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
PROPLUS	Mattress Firm, Inc.	UNITED STATES	86/259323	04/22/2014	4886481	01/12/2016
PROPLUS	Mattress Firm, Inc.	UNITED STATES	86/259331	04/22/2014	4886482	01/12/2016
QUALITY CRAFTSMANSHIP BEST IN BOX (and Design)	Mattress Firm, Inc.	UNITED STATES	87/019910	04/29/2016	5221186	06/13/2017
RENOV8	Mattress Firm, Inc.	UNITED STATES	86/406983	09/26/2014	4973947	06/07/2016
REPLACE 8 EVERY 8 (and Stylized/Design)	Mattress Firm, Inc.	UNITED STATES	87/868780	04/09/2018		
REPLACE EVERY 8	Mattress Firm, Inc.	UNITED STATES	77/643702	01/05/2009	3868117	10/26/2010



Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
REPLACE EVERY 8	Mattress Firm, Inc.	UNITED STATES	87/497761	06/20/2017	5365119	12/26/2017
REST & RELAX	Mattress Firm, Inc.	UNITED STATES	87/178463	09/21/2016		
REST & RELAX	Mattress Firm, Inc.	UNITED STATES	87/976836	09/21/2016	5430163	03/20/2018
REST & RELAX (Stylized)						
	Mattress Firm, Inc.	UNITED STATES	87/462035	05/24/2017		
SATUR8	Mattress Firm, Inc.	UNITED STATES	86/407236	09/26/2014	4923694	03/22/2016
SAVE MONEY. SLEEP HAPPY	Mattress Firm, Inc.	UNITED STATES	85/138032	09/24/2010	4015066	08/23/2011
SELECTION MADE EASY	Mattress Firm, Inc.	UNITED STATES	87/497528	06/20/2017		
SHOP SMART. SLEEP BETTER.	Mattress Firm, Inc.	UNITED STATES	76/501961	03/27/2003	2804643	01/13/2004
SIDE BY SIDE BEFORE YOU DECIDE	Mattress Firm, Inc.	UNITED STATES	77/876850	11/19/2009	3806973	06/22/2010
SIGN & SLEEP	Mattress Firm, Inc.	UNITED STATES	85/865812	03/04/2013	4685284	02/10/2015

TRADEMARK

Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
SLEEP AMERICA	Mattress Firm, Inc.	UNITED STATES	76/601905	07/12/2004	2993968	09/13/2005
SLEEP AMERICA (and Design)	Mattress Firm, Inc.	UNITED STATES	75/390843	11/17/1997	2260533	07/13/1999
	Mattress Firm, Inc.	UNITED STATES	85/133193	09/20/2010	4266399	01/01/2013
SLEEP EXPERTS	Mattress Firm, Inc.	UNITED STATES	87/549558	07/31/2017	5558749	09/11/2018
SLEEP EXPERTS (and Design)	Mattress Firm, Inc.	UNITED STATES				
	Mattress Firm, Inc.	UNITED STATES	85/584539	03/30/2012	4822389	09/29/2015
SLEEP HAPPY	Mattress Firm, Inc.	UNITED STATES	85/390362	08/05/2011	4684990	02/10/2015
SLEEP HAPPY GUARANTEE	Mattress Firm, Inc.	UNITED STATES	85/449565	10/18/2011	4672086	01/13/2015
SLEEP HAPPY PROMISE	Mattress Firm, Inc.	UNITED STATES				

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
SLEEP MADE EASY	Mattress Firm, Inc.	UNITED STATES	77/419288	03/11/2008	3745133	02/02/2010
SLEEP WELL. EVERY BODY.	Mattress Firm, Inc.	UNITED STATES	87/652422	10/19/2017		
SLEEPSTAKES	Mattress Firm, Inc.	UNITED STATES	86/369735	08/18/2014	5459315	05/01/2018
SLEEPY'S	Mattress Firm, Inc.	UNITED STATES	87/541930	07/25/2017		
SLEEPY'S (and Design/Stylized)	Mattress Firm, Inc.	UNITED STATES	87/769122	01/24/2018		
	Mattress Firm, Inc.	UNITED STATES	85/867696	03/05/2013	4720673	04/14/2015
TAG (and Design - Bull dog)	Mattress Firm, Inc.	UNITED STATES	87/462055	05/24/2017		
	Mattress Firm, Inc.	UNITED STATES				
TECHNOLOGY TO POWER OFF	Mattress Firm, Inc.	UNITED STATES				

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
TERMIN8	Mattress Firm, Inc.	UNITED STATES	86/407281	09/26/2014	4923698	03/22/2016
THE BEDDING EXPERTS	Mattress Firm, Inc.	UNITED STATES	73/824351	09/11/1989	1613341	09/11/1990
THE DAILY DOZE	Mattress Firm, Inc.	UNITED STATES	88/067220	08/06/2018		
THE MATTRESS FIRM	Mattress Firm, Inc.	UNITED STATES	74/563971	08/22/1994	1915716	08/29/1995
TULO	Mattress Firm, Inc.	UNITED STATES	87/541910	07/25/2017	5563644	09/18/2018
TULO ²	Mattress Firm, Inc.	UNITED STATES	87/977626	07/25/2017		
TULO LIV	Mattress Firm, Inc.	UNITED STATES	88/022616	07/02/2018		
WE BOUGHT IT ALL...	Mattress Firm, Inc.	UNITED STATES	86/038167	08/14/2013	4902288	02/16/2016
WE MAKE IT EASY TO GET A GREAT NIGHT'S SLEEP	Mattress Firm, Inc.	UNITED STATES	78/444429	07/01/2004	3053436	01/31/2006
WHAT'S YOUR COLOR?	Mattress Firm, Inc.	UNITED STATES	77/347261	12/12/2007	3627998	05/26/2009
WHAT'S YOUR SLEEP COLOR?	Mattress Firm, Inc.	UNITED STATES	77/347265	12/07/2007	3627999	05/26/2009
WHEN MANUFACTURERS	Mattress Firm, Inc.	UNITED STATES	86/116175	11/12/2013	4791296	08/11/2015

TRADEMARK
REEL: 006490 FRAME: 0734

² Current owner is GT Global Trademarks SA.

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Reg. Date
COMPLETE... YOU SAVE						
WHEN THEY'RE GONE, THEY'RE GONE	Mattress Firm, Inc.	UNITED STATES	86/038178	08/14/2013	4700669	03/10/2015
WHERE DREAMS COME TRUE	Mattress Firm, Inc.	UNITED STATES	76/349089	12/13/2001	2628220	10/01/2002
WHERE IT'S EASY TO GET A GREAT NIGHT'S SLEEP!	Mattress Firm, Inc.	UNITED STATES	78/295457	09/03/2003	2860423	07/06/2004
YOUR BUDGET STRETCHES FURTHER	Mattress Firm, Inc.	UNITED STATES	87/943505			
YOUR PRESCRIPTION FOR A GREAT NIGHT'S SLEEP	Mattress Firm, Inc.	UNITED STATES	77/497454	06/12/2008	3628530	05/26/2009
YUME	Mattress Firm, Inc.	UNITED STATES	85/097575	07/31/2010	4342934	05/28/2013

SINTI, LLC

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Reg. Date
1-800-SLEEPY'S	SINTI, LLC	UNITED STATES	74/630983	02/07/1995	1946855	01/09/1996
A BETTER TOMORROW STARTS WITH A BETTER NIGHT'S SLEEP.	SINTI, LLC	UNITED STATES	77/759601	06/15/2009	3797376	06/01/2010

TRADEMARK

REEL: 006490 FRAME: 0735

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
A BETTER WAY TO BUY A MATTRESS	SINT, LLC	UNITED STATES	85/044637	05/21/2010	3886435	12/07/2010
ALL THINGS SLEEP	SINT, LLC	UNITED STATES	77/927699	02/04/2010	4407308	09/24/2013
COMFORT THAT LASTS A LIFETIME	SINT, LLC	UNITED STATES	85/980396	01/03/2012	4434029	11/12/2013
HAVE MORE FUN IN BED	SINT, LLC	UNITED STATES	73/340970	12/10/1981	1225578	01/25/1983
HMK WHOLESALE MATTRESS COMPANY	SINT, LLC	UNITED STATES	85/854861	02/20/2013	4923097	03/22/2016
LET OUR BUYING POWER BE YOUR BUYING POWER	SINT, LLC	UNITED STATES	85/855865	02/21/2013	4407044	09/24/2013
ORTHOPOSTURE	SINT, LLC	UNITED STATES	73/737633	06/27/1988	1566026	11/14/1989
ORTHO-POSTURE	SINT, LLC	UNITED STATES	74/121897	12/10/1990	1764518	04/13/1993
ROCKAWAY BEDDING	SINT, LLC	UNITED STATES	74/148356	03/18/1991	1728376	10/27/1992
ROCKAWAY BEDDING CENTERS (Logo)	SINT, LLC	UNITED STATES	74/150028	03/22/1991	1733754	11/17/1992

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Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
						
S SLEEPY'S TOPPERS COMFORTERS PILLOWS SHEETS ESTABLISHED 1957 COMPLETE BED SET CAMPUS SHOP (and Design)	SINT, LLC	UNITED STATES	85/026425	04/29/2010	4415129	10/08/2013
						
SLEEP WELL. DREAM BIG.	SINT, LLC	UNITED STATES	77/759606	06/15/2009	3800956	06/08/2010
SLEEP. IT'S THE NEW ALL-NIGHTER.	SINT, LLC	UNITED STATES	77/759679	06/15/2009	3808346	06/22/2010
SLEEPY'S	SINT, LLC	UNITED STATES	73/377996	07/30/1982	1265009	01/24/1984
SLEEPY'S (and Design)	SINT, LLC	UNITED STATES	73/756811	10/11/1988	1547769	07/11/1989

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Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
						
SLEEPY'S (and Design)						
	SINT, LLC	UNITED STATES	86/051852	08/29/2013	4542531	06/03/2014
SLEEPY'S BRONZE	SINT, LLC	UNITED STATES	76/074867	06/21/2000	2469626	07/17/2001
SLEEPY'S GOLD	SINT, LLC	UNITED STATES	76/073042	06/19/2000	2469616	07/17/2001
SLEEPY'S INCREDIBLE PRICE GUARANTEE	SINT, LLC	UNITED STATES	75/474774	04/27/1998	2322385	02/22/2000
SLEEPY'S PLATINUM	SINT, LLC	UNITED STATES	76/105627	08/09/2000	2800712	12/30/2003
SLEEPY'S SILVER	SINT, LLC	UNITED STATES	76/073041	06/19/2000	2469615	07/17/2001
SLEEPY'S SOLID GOLD	SINT, LLC	UNITED STATES	76/105626	08/09/2000	2800711	12/30/2003

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Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
SLEEPY'S THE MATTRESS PROFESSIONALS (and Design)	SINT, LLC	UNITED STATES	77/760730	06/16/2009	3739598	01/19/2010
	SINT, LLC	UNITED STATES	86/051847	08/29/2013	4546762	06/10/2014
SLEEPY'S	SINT, LLC	UNITED STATES	74/640223	03/01/1995	2265183	07/27/1999
THE LAST "S" IN SLEEPY'S STANDS FOR SAVINGS	SINT, LLC	UNITED STATES	73/378002	07/30/1982	1257589	11/15/1983
THE MATTRESS PROFESSIONALS	SINT, LLC	UNITED STATES	78/390693	03/25/2004	2953960	05/17/2005
THE MOST TRUSTED NAME IN MATTRESSES	SINT, LLC	UNITED STATES	86/524582	02/04/2015	4894447	02/02/2016
THE ONLY MATTRESS PROFESSIONALS	SINT, LLC	UNITED STATES				

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Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
THE SLEEP PROFESSIONALS	SINT, LLC	UNITED STATES	77/692891	03/17/2009	3748665	02/16/2010
THERE'S NEVER BEEN A BETTER TIME TO GET A GREAT NIGHT'S SLEEP	SINT, LLC	UNITED STATES	77/759608	06/15/2009	3797377	06/01/2010
WE GUARANTEE YOU A GOOD NIGHT'S SLEEP	SINT, LLC	UNITED STATES	75/816992	10/07/1999	2368899	07/18/2000
WE'VE GOT YOUR MATTRESS	SINT, LLC	UNITED STATES	73/752229	09/16/1988	1534859	04/11/1989

TRADEMARK
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Sleep Country USA, LLC

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
(Sensory Mark) (Ding - sound)	Sleep Country USA, LLC	UNITED STATES	85/542476	02/14/2012	4307757	03/26/2013
(Sensory Mark) SLEEP COUNTRY USA, WHY BUY A MATTRESS, ANYWHERE ELSE? (Jingle - with Ding sound)	Sleep Country USA, LLC	UNITED STATES	85/525420	01/25/2012	4303885	03/19/2013
NOT EVERYONE CAN BE A FOSTER PARENT, BUT ANYONE CAN HELP A FOSTER CHILD	Sleep Country USA, LLC	UNITED STATES	78/755475	11/16/2005	3158196	10/17/2006
NOT EVERYONE CAN BE A FOSTER PARENT, BUT ANYONE CAN HELP A	Sleep Country USA, LLC	UNITED STATES	78/755479	11/16/2005	3158197	10/17/2006

Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
FOSTER CHILD						
NOT EVERYONE CAN BE A FOSTER PARENT, BUT ANYONE CAN HELP A FOSTER CHILD	Sleep Country USA, LLC	UNITED STATES	78/755472	11/16/2005	3198396	01/16/2007
PAJAMA BOWL	Sleep Country USA, LLC	UNITED STATES	85/520807	01/19/2012	4244767	11/20/2012
SLEEP COUNTRY	Sleep Country USA, LLC	UNITED STATES	78/269235	07/01/2003	2924355	02/01/2005
SLEEP COUNTRY	Sleep Country USA, LLC	UNITED STATES	85/808033	12/20/2012	4376313	07/30/2013
SLEEP COUNTRY PLUS	Sleep Country USA, LLC	UNITED STATES	78/269240	07/01/2003	2955701	05/24/2005
SLEEP COUNTRY USA	Sleep Country USA, LLC	UNITED STATES	74/191616	08/05/1991	1785946	08/03/1993
WE WON'T REST UNTIL YOU DO	Sleep Country USA, LLC	UNITED STATES	75/919639	02/15/2000	2851125	06/08/2004
WHY BUY A MATTRESS ANYWHERE ELSE?	Sleep Country USA, LLC	UNITED STATES	74/429482	08/30/1993	1844912	07/12/1994

ST San Diego, LLC

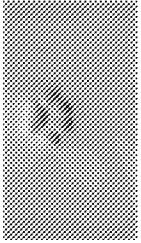
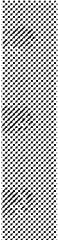
Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
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TRADEMARK

REEL: 006490 FRAME: 0741

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
GOOD DEED (Heart) DOGS (and Design)	ST San Diego, LLC	UNITED STATES	86/116819	11/12/2013	4650342	12/02/2014
 Good Deed Dogs	ST San Diego, LLC	UNITED STATES	86/087920	10/10/2013	4650259	12/02/2014
GOOD DEED DOGS	ST San Diego, LLC	UNITED STATES	86/116794	11/12/2013	4650341	12/02/2014
GOOD DEED DOGS (and Design)	ST San Diego, LLC	UNITED STATES	86/116794	11/12/2013	4650341	12/02/2014
	ST San Diego, LLC	UNITED STATES	86/116794	11/12/2013	4650341	12/02/2014
HELPING DOGS HELP PEOPLE	ST San Diego, LLC	UNITED STATES	86/088213	10/10/2013	4650261	12/02/2014
MATRESSES 4 KIDS	ST San Diego, LLC	UNITED STATES	86/140099	12/10/2013	4556041	06/24/2014
Miscellaneous Design (Paw Print)	ST San Diego, LLC	UNITED STATES	85/867120	03/05/2013	4446778	12/10/2013

TRADEMARK
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Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
						
PAW PRINT MOTION MARK (Design)	ST San Diego, LLC	UNITED STATES	86/213652	06/13/2014	4651897	12/09/2014
						

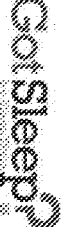
TRADEMARK

REEL: 006490 FRAME: 0743

The Sleep Train, Inc.

Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
(Motion Mark) (THE DESIGNS OF PILLOWS, A BED SHEET, A BED AND BED FRAME)	The Sleep Train, Inc.	UNITED STATES	86/311688	06/17/2014	4754577	06/16/2015

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
						
GOT SLEEP? GOT SLEEP? (and Design)	The Sleep Train, Inc.	UNITED STATES	77/913178	01/15/2010	4006953	08/02/2011
	The Sleep Train, Inc.	UNITED STATES	86/140091	12/10/2013	4579572	08/05/2014
GOT SLEEP? (and Design)						
	The Sleep Train, Inc.	UNITED STATES	86/140086	12/10/2013	4579571	08/05/2014
GOT SLEEP? BY SLEEP TRAIN (and Design)	The Sleep Train, Inc.	UNITED STATES	85/678263	07/16/2012	4298129	03/05/2013

Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
						
GOT SLEEP? BY SLEEP TRAIN (and Design)	The Sleep Train, Inc.	UNITED STATES	85/678201	07/16/2012	4298120	03/05/2013
						
GOT SLEEP? BY SLEEP TRAIN (and Design)	The Sleep Train, Inc.	UNITED STATES	85/668035	07/03/2012	4297888	03/05/2013
						
GOT SLEEP? BY SLEEP TRAIN (and Design)	The Sleep Train, Inc.	UNITED STATES	85/678165	07/16/2012	4298114	03/05/2013

TRADEMARK

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Mark	Owner Name	Country	App. No.	App. Date	Reg. No.	Reg. Date
						
MISCELLANEOUS Design (Train)	The Sleep Train, Inc.	UNITED STATES	85/805339	12/18/2012	4406008	09/24/2013
	The Sleep Train, Inc.	UNITED STATES	85/520793	01/19/2012	4205177	09/11/2012
MISCELLANEOUS Design (Train)	The Sleep Train, Inc.	UNITED STATES	85/525417	01/25/2012	4303884	03/19/2013
	The Sleep Train, Inc.	UNITED STATES	85/805334	12/18/2012	4376084	07/30/2013
SENSORY MARK	The Sleep Train, Inc.	UNITED STATES				
SLEEP TRAIN	The Sleep Train, Inc.	UNITED STATES				

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Mark	Owner Name	Country	App. No.	App. Date	Ref. No.	Ref. Date
SLEEP TRAIN	The Sleep Train, Inc.	UNITED STATES	74/226537	12/02/1991	1714531	09/08/1992
SLEEP TRAIN	The Sleep Train, Inc.	UNITED STATES	87/045154	05/20/2016	5114290	01/03/2017
SLEEP TRAIN MATTRESS CENTER	The Sleep Train, Inc.	UNITED STATES	85/444469	10/11/2011	4157300	06/12/2012
SLEEP TRAIN MATTRESS CENTERS	The Sleep Train, Inc.	US State / CALIFORNIA	51368	05/10/1999	51368	05/10/1999
SLEEP TRAIN MATTRESS CENTERS (and Design)	The Sleep Train, Inc.	UNITED STATES	85/520803	01/19/2012	4205179	09/11/2012
STOP SEARCHING AND START SLEEPING.	The Sleep Train, Inc.	UNITED STATES	85/678290	07/16/2012	4298131	03/05/2013
SUPERIOR SERVICE. BEST SELECTION. LOWEST PRICE. GUARANTEED.	The Sleep Train, Inc.	UNITED STATES	85/876542	03/14/2013	4380393	08/06/2013
YOUR TICKET TO A BETTER NIGHT'S SLEEP	The Sleep Train, Inc.	UNITED STATES	74/226564	12/02/1991	1714532	09/08/1992

TRADEMARK