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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
Fax Number : (212) 431-1441

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FOREIGN PROFIT QUALIFICATION

JEFFIFER CONVERTIBLES, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

- 1. Jennifer Convertibles, Inc.
2. Delaware
3.
4. August 21, 1986
5. perpetual
6.
7. 419 Crossways Park Drive, Woodbury, NY 11797

- 8. Retail sale of furniture
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Scott Decubellis
Office Address: 3058 North Federal Highway
Ft. Lauderdale, Florida, 33306

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013
212-431-5000

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

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Chairman: see attached rider

Address:

Vice Chairman:

Address:

Director: see attached rider

Address:

Director:

Address:

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President:

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Rami Abada/President

(Typed or printed name and capacity of person signing application)

H01000070419 6

<u>List of Officers</u>	<u>Title</u>	<u>Address</u>
Rami Abada	President	419 Crossways Park Drive, Woodbury, NY 11797
Kevin Mattler	V. President	419 Crossways Park Drive, Woodbury, NY 11797
Leslie Falchhook	V. President	419 Crossways Park Drive, Woodbury, NY 11797
Bernard Wincig	Asst. Secretary	419 Crossways Park Drive, Woodbury, NY 11797
Edward B. Seidner	Executive V. President	419 Crossways Park Drive, Woodbury, NY 11797
Harley J. Greenfield	Chairman of the Board & CEO	419 Crossways Park Drive, Woodbury, NY 11797

<u>List of Directors</u>	<u>Address</u>
Harley J. Greenfield	419 Crossways Park Drive, Woodbury, NY 11797
Kevin J. Coyle	419 Crossways Park Drive, Woodbury, NY 11797
Edward B. Seidner	419 Crossways Park Drive, Woodbury, NY 11797
Bernard Wincig	419 Crossways Park Drive, Woodbury, NY 11797
Rami Abada	419 Crossways Park Drive, Woodbury, NY 11797
Edward G. Bohn	419 Crossways Park Drive, Woodbury, NY 11797

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State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JENNIFER CONVERTIBLES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "JENNIFER CONVERTIBLES, INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF AUGUST, A.D. 1986.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013
212-431-5000

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1159544

DATE: 05-30-01