

Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SEALY & COMPANY, INCORPORATED

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Corporate Filing Menu

Help

H 0 8 0 0 0 2 3 1 4 1 8

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F02000002852

(Document number of corporation (if known))

1. Sealy & Company, Incorporated

(Name of corporation as it appears on the records of the Department of State)

2. Louisiana

(Incorporated under laws of)

3. October 21, 2004

(Date authorized to do business in Florida)

SECTION II

(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 25, 2008

5. Sealy Operating III, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

N/A

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Mark P. Sealy
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Mark P. Sealy

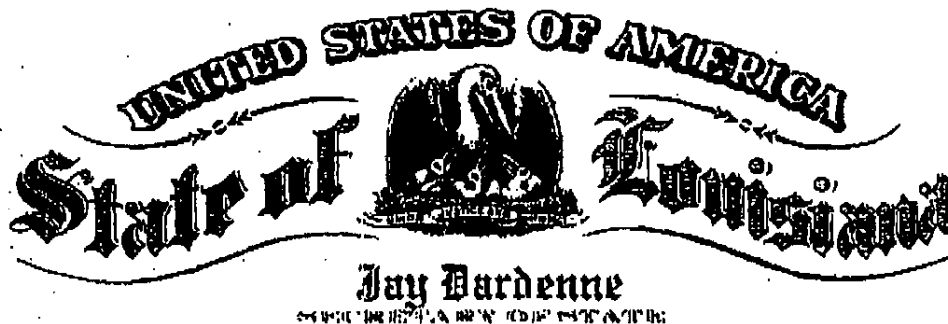
(Typed or printed name of person signing)

President

(Title of person signing)

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As Secretary of State, of the State of Louisiana, I do hereby Certify that
SEALY & COMPANY, INCORPORATED

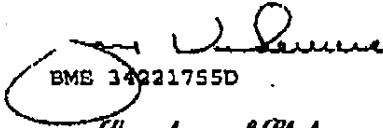
A/An LOUISIANA corporation domiciled at SHREVEPORT,

Filed charter and qualified to do business in this State on
October 31, 1986,

I further certify the records of this Office indicate the
name was changed to SEALY OPERATING III, INC. on September
25, 2008.

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

September 25, 2008


BMS 34221755D

Secretary of State

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