

**Jonas & LaSorte**

a partnership including  
professional associations

United National Bank Tower - Tenth Floor  
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West Palm Beach, Florida 33401

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August 20, 1998

FEDERAL EXPRESS  
Secretary of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

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-08/21/98-01092-010  
\*\*\*\*122.50 \*\*\*\*122.50

Attention: Division of Corporations

RE: SIMMONS INTERIORS GROUP, INC.

Dear Sir/Madam:

Enclosed for filing, please find one original and one copy of the fully executed and notarized Articles of Incorporation regarding Simmons Interiors Group, Inc. Also enclosed please find a check made payable to the Secretary of State, in the amount of \$122.50 representing filing fees and one certified copy. Please forward the certified copy to our office in the enclosed self-addressed envelope.

If you should have any questions concerning this matter, please do not hesitate to contact me.

Very truly yours,

MICHAEL N. JONAS, P.A.

By: Jane Lincoln  
Jane Lincoln  
Legal Assistant

DMC  
8/24/98

FILED  
98 AUG 21 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SIMMONS INTERIORS GROUP, INC.**

**FILED**  
98 AUG 21 AM 8:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

**SIMMONS INTERIORS GROUP, INC.**

The address of the principal office of this corporation shall be 4152 West Blue Heron Boulevard, Suite 106, Riviera Beach, Florida 33404, and the mailing address of the corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 value per share.

**ARTICLE IV. REGISTERED AGENT**

The street address of this corporation's initial registered office in Florida is 4152 West Blue Heron Boulevard, Suite 106, Riviera Beach, Florida 33404, and the name of its initial registered agent at that address is Lauren R. Simmons.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

Lauren R. Simmons Director	4152 West Blue Heron Boulevard Suite 106 Riviera Beach, Florida 33404
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ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

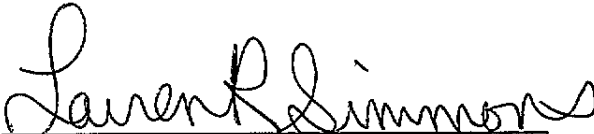
Lauren R. Simmons Pres./Sec./V.Pres	4152 West Blue Heron Boulevard Suite 106 Riviera Beach, Florida 33404
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ARTICLE VIII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation:

<u>Name</u>	<u>Address</u>
Lauren R. Simmons	4152 West Blue Heron Boulevard Suite 106 Riviera Beach, Florida 33404

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set  
her hand and seal on this 19<sup>th</sup> day of August, 1998.

  
LAUREN R. SIMMONS

CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OR PROCESS WITHIN THIS STATE NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED

98 AUG 21 AM 8:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following is submitted pursuant to 48.091(1) and 607.034, Florida  
Statutes:

Lauren R. Simmons, desiring to organize under the laws of the State of  
Florida, being in the County of Palm Beach at 4152 West Blue Heron Boulevard,  
Suite 106, Riviera Beach, Florida 33404 has named Lauren R. Simmons, located  
at that same address, as its initial registered agent to accept service of process  
within this State.

ACKNOWLEDGMENT:

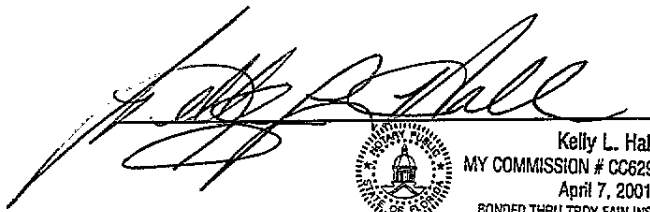
Having been named to accept service of process for the above stated  
corporation, at the initial registered office of the Corporation of this State, I hereby  
accept to act in this capacity and agree to comply with the provisions of said  
statute relative to keeping the registered office of the corporation open from 10:00  
a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to  
post therein a sign designating the name of the corporation and the name of its  
registered agent.

Date: 8/19/98

  
Lauren R. Simmons

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this  
19 day of AUGUST, 1998, by Lauren R. Simmons. She is personally  
known to me or has produced a driver's license as identification and  
did/did not take an oath.





Kelly L. Hall  
MY COMMISSION # CC629375 EXPIRES  
April 7, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.