

# B03000000149

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03 APR 28 AM 10:00

SECRETARY OF STATE  
TREASURY DEPARTMENT

28

LAW OFFICES OF  
RICHARD G. HATHAWAY, P.A.

115 PROFESSIONAL DRIVE, SUITE 101  
PONTE VEDRA BEACH, FLORIDA 32082  
E - M A I L : [rhathaway@pvtitle.com](mailto:rhathaway@pvtitle.com)

TELEPHONE (904) 280-5575  
FACSIMILE (904) 280-5510

April 24, 2003

Secretary of State  
409 E. Gaines St.  
Tallahassee, FL 32399

Re: Registration of the foreign limited partnership: BEDder Sleep Products, L.P.

Enclosed you will find the application for BEDder Sleep to do business in the State of Florida. Also enclosed is the original certificate from the Secretary of the State of Texas stating the LP is in good standing and I have also enclosed a copy of the notice from your office stating Adjustable Beds, LLC (the General Partner) is qualified to transact business in the State of Florida. If you have any questions or concerns, please do not hesitate to call. The appropriate fees have also been enclosed.

Very truly yours,



Heather M. Reynolds

enclosure(s)

FILED  
03 APR 28 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR  
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. BEDder Sleep Products, L.P. (formerly known as Adjust-A-Bed,  
L.P. (Name of limited partnership as it is in the home state)

2. \_\_\_\_\_  
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;  
must contain the word "LIMITED" or "LTD.")

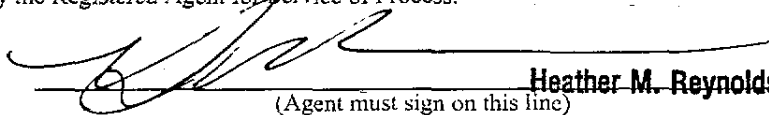
3. Texas 4. December 12, 2002  
(State of Formation) (Date of Formation)

5. Heather M. Reynolds  
(Name of Registered Agent for Service of Process)

6. 115 Professional Drive, Ste. 101, Ponte Vedra FL 32082  
(Street Address of Registered Office)

Ponte Vedra Beach Florida 32082  
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

  
Heather M. Reynolds  
(Agent must sign on this line)

8. 900 S. Haltom Rd. S.  
Ft. Worth, TX 76117  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>Adjustable Beds, LLC</u>	<u>900 Haltom Rd.</u>
<u>M03 - 1053</u>	<u>Ft. Worth, TX 76117</u>

10. 900 Haltom Rd. S., Ft. Worth, TX 76117  
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

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APR 23 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12. 900 Haltom Rd. s.  
Ft. Worth, TX 76117  
(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 25<sup>th</sup> day of April, 2003

[Signature]  
General Partner

Mark Gerrick, Managing Member Adjustable Beds, L.L.C.  
STATE OF TEXAS

COUNTY OF TARRANT

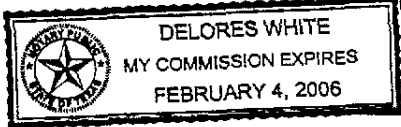
On this 25 day of April, 2003

\_\_\_\_\_, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of \_\_\_\_\_

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03 APR-28 11:00  
SECRETARY OF STATE  
NOTARY PUBLIC

[Signature]  
(Notary Public Signature)



DeLores White  
(Notary's Printed Name)

Seal My Commission Expires: 2-4-06

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP**

BEFORE ME the undersigned personally appeared Mark Gerrick, Managing Member of Adjustable Beds, L.L.C., the  
a general partner of BEDDER Sleep Products, L.P. a (an) Texas

limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$       .
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

*Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 25<sup>th</sup> day of April, 2003.

  
\_\_\_\_\_  
General Partner

Mark Gerrick, the Managing Member of Adjustable Beds L.L.C., the General Partner

STATE OF TEXAS

COUNTY OF TARRANT

On this 25 day of April, 2003

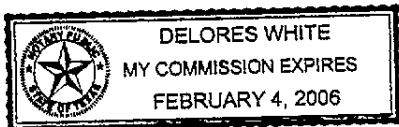
Mark Gerrick, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of \_\_\_\_\_

  
\_\_\_\_\_  
(Notary Public Signature)

Delores White  
\_\_\_\_\_  
(Notary's Printed Name)

Seal My Commission Expires: 2-4-06



FILED  
03 APR 28 AM 10:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Gwyn Shea  
Secretary of State

## Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Limited Partnership for BEDder Sleep Products, L.P. (filing number: 800151968), a Domestic Limited Partnership (LP), was filed in this office on December 12, 2002.

**It is further certified that the entity status in Texas is active.**

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 17, 2003.



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea  
Secretary of State