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From:

Account Name : FLORIDA INCORPORATORS, INC.
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LIMITED LIABILITY COMPANY

More Than Mattresses LLC

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ARTICLES OF ORGANIZATION FOR

More Than Mattresses LLC

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

More Than Mattresses LLC

ARTICLE II - Mailing and Street Address:

The mailing and street address of the Limited Liability Company is:

**More Than Mattresses LLC
663 A Piedmont Ave
Piedmont, NY 10968**

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

30 years

**FLORIDA INCORPORATORS, INC.
8875 Hidden River Pkwy, Ste 300 1
Tampa, FL 33637
(813) 632-7882**

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ARTICLE IV - Management:

The Limited Liability Company is to be managed by its members who shall be empowered to act on behalf of the Limited Liability Company, and the names and addresses of the Managing Members are:

Adam Durst	Managing Member
61 Washington Ave	
Hillsdale, NJ 07642	

Craig Firestone	Managing Member
663 A Piedmont Ave	
Piedmont, NY 10968	

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members have the right to continue the business on the death, retirement, resignation,

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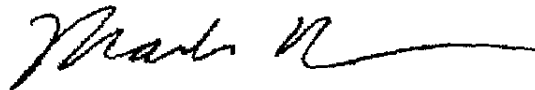
expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company upon the majority vote of the remaining members.

ARTICLE VII - Registered Agent:

The initial registered agent and registered office of the limited liability company shall be:

Florida Incorporators, Inc.
8875 Hidden River Parkway, Suite 300
Tampa, FL 33637-2087

DATED: May 23, 2005

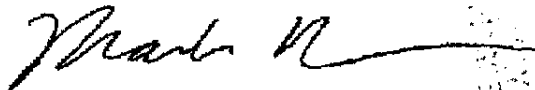


MARK HANKINS
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.

FLORIDA INCORPORATORS, INC.



By: _____
MARK HANKINS, President

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