

MIL000008398

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

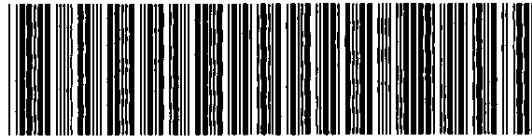
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

WIL-70599

Office Use Only



300290989253

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

2015 OCT 14 AM 4:40

FILED

16 OCT 14 PM 3:51

RECEIVED
DEPT. OF STATE

D. BRUCE
OCT 21 2015



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 17, 2016

C T CORP C/O SUNSHINE CORPORATE

SUBJECT: BURLINGTON MATTRESS CO. LLC
Ref. Number: W16000070599

*Corrected
Please
Please resubmit
Keep original
file
date*

We have received your document for BURLINGTON MATTRESS CO. LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

Pursuant to s.605.0902(1)(e), Florida Statutes, the document must contain the name, title or capacity and address of at least one person who has the authority to manage the foreign limited liability company.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Stacey M Warren
Regulatory Specialist II

Letter Number: 916A00022231

RECEIVED
DEFINITION
16 OCT 20 PM 3:39

2016 OCT 14 A 10:44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT CORP C/O SUNSHINE CORPORATE

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

850-508-1891 (cell)

10/14/2016

ACCT. I20160000072

Eric D

Name:	BURLINGTON MATTRESS CO. LLC
Document #:	
Order #:	

Certified Copy of Arts & Amend:			
Plain Copy:			
Certificate of Good Standing:			
Apostille/Notarial Certification:		Country of Destination:	
		Number of Certs:	

Filing:	Certified:
	Plain: XX
	COGS:

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ 125

RECEIVED OCT 14 10:44
TALLAHASSEE, FL 32312

FILED

Thank you!

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. BURLINGTON MATTRESS CO. LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. Delaware 3. 81-3822298
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 10/03/2016
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 530 Osage Ave. , Kansas City, KS 66105
(Street Address of Principal Office)

6. Same
(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation , Florida 33324
(City) (Zip code)

2016 OCT 14 A 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

By: C T Corporation System
(Registered agent's signature) *Jin Song* Jin Song Assistant Secretary

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:
123 Mattress LLC, 530 Osage Ave. , Kansas City, KS 66105 (Member)

Sealy Mattress Manufacturing Company, LLC, 1000 Tempur Way, Lexington, KY 40511 (Member)

9. Attached is a certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

JWS 10/13/16
Signature of an authorized person

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Jamila Woods Authorized Person
Typed or printed name of signee

Power of Attorney


NOTICE IS HEREBY GIVEN THAT Burlington Mattress Co, LLC ("Company"), Limited Liability Company formed under the laws of Delaware, does hereby appoint Christine Rein, Kelly Lettmann, Michelle Donato, Mandy Hendricks, Dareth Jeffers, Alan Stachura, Nicole Parnell, Sarah Revellé, Ryan Nelson, Ryan Maher, Erin Franceschi, Natalie Pickens, Michelle Buchheit, Jessica Molloy, Jeremy Puentes, Lars Fox, Matthew Sawyer, Shannon Diamond, Adam Steinel, Brad Slenker, Teah Griffin, Lauren Miller, Stacey Busch, Tony Spain, Shanna Loness, Collin Giles and Tammy Tofteroo, April Wittenwyler, Jamila Woods, Eleanor Puls, Jenifer Vincent, Maria Sciotti, Kimberly Steinmetz, and Sierra Burris (but only for so long as each of them, respectively, remains an employee of CT Corporation or an affiliate thereof) as attorney-in-fact for the Company to act for the Company and affiliates and subsidiaries of the Company attached hereto as Exhibit A, specifically formed herein by reference ("the Subsidiaries?") in the Limited Liability Company and Subsidiaries' names for the limited purposes authorized herein.

The Limited Liability Company and Subsidiaries hereby grants its attorney-in-fact the power to execute the documents necessary to file annual reports, annual registrations, license renewals, change entities' registered agent and registered office, and forms of similar import on behalf of the Limited Liability Company and Subsidiaries in any state and the District of Columbia.

In the execution of any documents necessary for the sole, limited purpose, set forth herein, Tammy Tofteroo, April Wittenwyler, Jamila Woods, Eleanor Puls, Jenifer Vincent, Maria Sciotti, Kimberly Steinmetz, and Sierra Burris shall exercise the power of Vice President, Secretary, Manager, and/or Member.

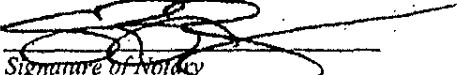
This Power of Attorney expires when revoked by the Limited Liability Company or Subsidiaries.

IN WITNESS WHEREOF the undersigned have executed this Power of Attorney on the 10th day of Oct., 2016.
Date Month Year

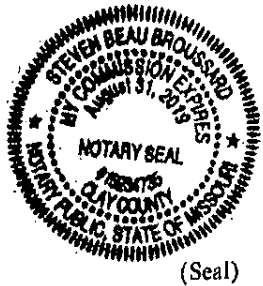

Signature

Edward Collins MANAGER
Name, Title

Sworn to and subscribed before me this 10th day of Oct., 2016.
Date Month Year


Signature of Notary

Notary Public, State of Missouri
State
Commission Expires: 8/31/2019
M/D/YYYY



(Seal)

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BURLINGTON MATTRESS CO. LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF OCTOBER, A.D. 2016.

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



6139745 8300

SR# 20166200239

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Authentication: 203159070

Date: 10-14-16