P03000034663

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06/18/03--01023--015 **43.75



NC T. lewis 4/24/03 To Whom It May Concern,

Enclosed is a check for \$43.75, for the filing fee of the enclosed Articles of Amendment and a certified copy of the amendment. Should there be any questions, please call me at (561) 361-0073 or (561) 212-6797.

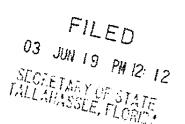
Please return all necessary forms to:

Eugene Ignieri 22284 Pineapple Walk Drive Boca Raton, FL 33433

Sincerely,

Eugene Ignieri, President

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



DOCTOR MATTRESS, INC.

(present name)

P03000034663

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I (AMEND)

THE NAME OF THE CORPORATION IS: TOP MATTRESS, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: 1	The date of each amendment's adoption: June 16, 2003
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by "
	(voting group)
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
\Z	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 16th day of June 2003
Signature	Ser PRESIDENT
	By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	(2) a difference of the Education
	OR
	(By an incorporator if adopted by the incorporators)
	EUGENE IGNIERI (Typed or printed name)
	(Types of printed manle)
	PRESIDENT/INCORPORATOR
	PRESIDENT/INCORPORATOR