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From: JOHNSON, POPE, P.A.

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**BASIC AMENDMENT**

**UNIVERSAL BEDDING ACQUISITION CORPORATION**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 17, 2004

UNIVERSAL BEDDING ACQUISITION CORPORATION  
7000 BRYAN DAIRY ROAD  
UNIT A1  
LARGO, FL 33777

SUBJECT: UNIVERSAL BEDDING ACQUISITION CORPORATION  
REF: P03000120791

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GENERAL ASSIGNMENT

Universal Bedding Corporation, a Florida corporation, as Assignor, for One (\$1.00) Dollar and other valuable consideration, assigns to Universal Bedding Acquisition Corporation, a Florida corporation, as Assignee, all contract rights, general intangibles, and goodwill (including the name "*UNIVERSAL BEDDING CORPORATION*"), and Universal Bedding Acquisition Corporation hereby accepts such assignment.

Signed, sealed and delivered this 31st day of October, 2003.

Universal Bedding Corporation

By: 

David Diaz

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF

UNIVERSAL BEDDING ACQUISITION CORPORATION

The undersigned, as president of UNIVERSAL BEDDING ACQUISITION CORPORATION, does hereby certify that the Amendment provided for herein was adopted by the stockholders and the board of directors on the 25<sup>th</sup> day of October, 2003.

1. Name of Corporation: UNIVERSAL BEDDING ACQUISITION CORPORATION.

2. Amendment Adopted: Article I of the Articles of Incorporation is hereby amended to read as follows:

"Article I  
Name

The name of this corporation shall be UNIVERSAL BEDDING CORPORATION."

3. Stockholder Approval: All of the stockholders entitled to vote on this Amendment approved such Amendment. The Amendment was adopted on 10/28/03.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment on the 12<sup>th</sup> day of March, 2003.

UNIVERSAL BEDDING  
ACQUISITION CORPORATION

By: Wilfredo LaFontaine

Wilfredo LaFontaine, President

Prepared By:

Peter A. Rivellini, Esquire  
Johnson, Pope, Bokor,  
Ruppel & Burns, P.A.  
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