

P05000013022

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**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Overstock Mattress Inc. (formerly known as 1/2 Price Mattress Inc.).
2. The principal office address and mailing address: 7042 SW 46 Street, Miami, Florida 33155.
3. Date of incorporation/qualification: January 20, 2005, Document number: P05000013022.
4. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Daniel Tabraue
14001 SW 48 Court
Miramar, FL 33027

5. The name and street address of the new registered agent and/or registered office:

David M. Halpen
Dunwody White & Landon, P.A.
249 Royal Palm Way, Suite 501
Palm Beach, FL 33480

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Executed as of this 12th day of September, 2007.


MARIBEL TABRAUE, President

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 obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Executed as of this 12th day of September, 2007.


DAVID M. HALPEN, Registered Agent

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