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9/13/05

**M. CHRIS EDWARDS, P.A.**  
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OF COUNSEL:  
**BLOCK & COLUCCI, P.C.**  
LAW OFFICES OF LAWRENCE W. DUFFY

September 7, 2005

Corporation Division  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: EASY SOFA BEDS, INC.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation and Certificate of Registered Agent in connection with the referenced corporation. Also enclosed is our firm's check in the amount of \$70.00 representing the filing fee and registered agent designation fee.

If you have any questions concerning the contents of this letter, or the enclosed articles of incorporation, please do not hesitate to call.

Sincerely,



M. Chris Edwards  
W/enc.

2005 SEP -9 AM 9:19  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
EASY SOFA BEDS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**

**Name**

The name of the corporation shall be Easy Sofa Beds, Inc.

**ARTICLE II**

**Duration**

This corporation shall exist perpetually.

**ARTICLE III**

**Purpose**

This corporation is organized for the purpose of engaging in any or all lawful business for which corporations may be incorporated.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue 10,000 shares of \$.01 par value common stock, which shall be designated "Common Shares".

**ARTICLE V**

**Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which she already holds, shall have the right to purchase her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VI**

### **Powers**

This corporation shall have all of the powers enumerated in the Florida Business Corporation Act.

## **ARTICLE VII**

### **By-Laws**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

## **ARTICLE VIII**

### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 3194 NW Federal Highway, Jensen Beach, FL 34957, and the name of the initial registered agent of this corporation at such office is Ruben Rubinstein, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process. The principal place of business or mailing address of this corporation is 3194 NW Federal Highway, Jensen Beach, FL 34957.

## **ARTICLE IX**

### **Initial Board of Directors**

This corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws. The initial director of the corporation shall be Ruben Rubinstein.

## **ARTICLE X**

### **Incorporator**

The name and address of the person signing these Articles of Incorporation is:

Ruben Rubinstein  
3194 NW Federal Highway  
Jensen Beach, FL 34957

**ARTICLE XI**

**Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

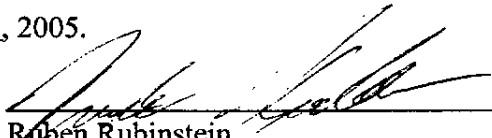
IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned subscriber has executed these Articles of Incorporation this 7<sup>th</sup> day of September, 2005.

  
\_\_\_\_\_  
Ruben Rubinstein

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for Easy Sofa Beds, Inc. at the place designated in the articles of incorporation, Ruben Rubinstein, agrees to act in this capacity and agrees to comply with the provisions of section 48.091 relative to keeping such office open.

Dated this 7<sup>th</sup> day of Sept, 2005.

  
\_\_\_\_\_  
Ruben Rubinstein

**FILED**  
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