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TALLAHASSEE, FLORIDA

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106A

D. WHITE MAY -9 2006

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Mattress Depot of
Pensacola, Inc.*

☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
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☐ Corp Record Search _____
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☐ Fictitious Search _____
☐ Fictitious Owner Search _____
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Requested by: *WL* *5/8* *2:30*

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Date _____

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ARTICLES OF INCORPORATION
OF
MATTRESS DEPOT OF PENSACOLA, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Mattress Depot of Pensacola, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

10437 Sorrento Road
Unit 205
Pensacola, Florida 32502

ARTICLE III - PURPOSE

This corporation is organized for retail trade.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is One Hundred (100) shares of common stock, all of which are to have a par value of \$.01.

ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is:

<u>Name</u>	<u>Address</u>
Capitol Connection	417 E. Virginia Street, Suite 1 Tallahassee, Florida 32301

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be comprised of one (1) person. The number of directors may be either increased or decreased from time to time as provided for in the By-Laws of the corporation, but shall never be fewer than one. The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Randall Loden	10437 Sorrento Road, Unit 205 Pensacola, Alabama 32502

ARTICLE VIII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Randall Loden	10437 Sorrento Road, Unit 205 Pensacola, Alabama 32502

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal the By-Laws of this corporation shall be vested in each of the Board of Directors and the shareholders of this corporation. The shareholders of this corporation may amend or adopt a by-law that fixes a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by law.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator as of the 21 day of April, 2006.




RANDALL LODEN
Incorporator

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Incorporation as registered agent for the corporation therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said corporation, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida corporation.

Dated: as of _____ May 8th, 2006.



Print Name: Weimar Lopez for
Capital Connection, Inc.

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