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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

foam improvement by michelle, inc.

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**ARTICLES OF INCORPORATION
OF
FOAM IMPROVEMENT BY MICHELLE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is:

FOAM IMPROVEMENT BY MICHELLE, INC.

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on July 30, 2006. This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the principal office of this corporation is 318 Indian Trace, #526, Weston, Florida 33326, and the mailing address is the same.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address is Adam Scott Goldberg, Weston Town Center, 1792 Bell Tower Lane, Weston, Florida 33326.

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ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time in accordance with the by-laws, but shall never be less than one. The initial directors shall be:

SUSAN J. BERNSTEIN
2531 Cordoba Bend
Weston, Florida 33327

MICHELLE SARMIENTO
12850 West State Road 84 #1-12
Davie, Florida 33325

ARTICLE VIII - INCORPORATOR

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

SUSAN J. BERNSTEIN, 2531 Cordoba Bend, Weston, Florida 33327

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exists or may be amended hereafter.

ARTICLE IX - AMENDMENT

The Articles of Incorporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this
30th day of July, 2006.

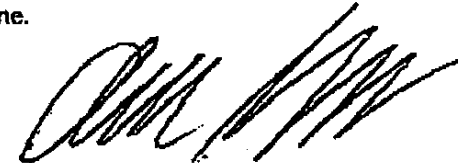

SUSAN J. BERNSTEIN,
Incorporator

TOTAL P. 04

STATE OF FLORIDA }
COUNTY OF BROWARD }

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The foregoing Articles of Incorporation were acknowledged before me on July 30 2006,
by Susan J. Bernstein, who is personally known to me.



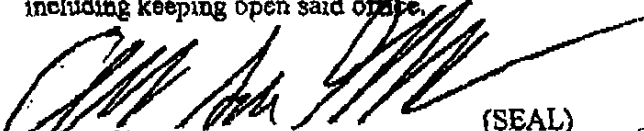
Notary Public
My commission expires:



ADAM GOLDBERG
MY COMMISSION # DD 87839
EXPIRES: August 27, 2008
Elected thru Budget Notary Service

Oath of Acceptance of Registered Agent:

Having been named as Registered Agent to accept service of process as above, I hereby
accept to act in said capacity and agree to comply with requirements of law in said regarding
including keeping open said office.



Adam Scott Goldberg

(SEAL)

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