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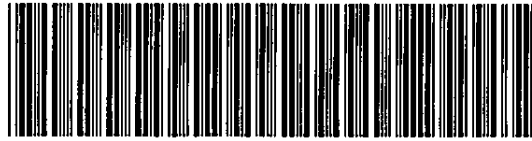
(Business Entity Name)

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2007 JAN 16 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.S. 1-18

COVER LETTER

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

SUBJECT: Payless Mattress & Furniture, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Rubin Rubinstein

Name (Printed or typed)

10530 South US HWY 1

Address

Port Saint Lucie, FL 34952

City, State & Zip

561-596-4083

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**Articles of Incorporation
Of
PAYLESS MATTRESS & FURNITURE, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

Article I -Name

The name of the corporation shall be Payless Mattress & Furniture, Inc.

Article II -Duration

The duration of the corporation is perpetual.

Article III -Purpose

The General purposes for which the Corporation is organized are the following:

- A. To engage and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this purpose in any way.
- B. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.

Article IV-Capital Stock

The aggregate number of shares which the corporation is authorized to issue is 1000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share and shall be designated as voting or non-voting.

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 -Principal Office

The principal place of business/mailling address is: 10530 S US Hwy1, Port St. Lucie, FL 34952.

Article VII -Initial officers & Directors

The corporation shall have one initial director. The number of Directors of the Corporation may be increased from time to time pursuant to the By-Laws adopted by the shareholders. The initial director shall be Rubin Rubinstein.

Article VIII -Registered Agent

The street address of the registered agent is, 10530 S US Hwy1, Port St. Lucie, FL 34952. The name of the registered agent is Rubin Rubinstein.

Article IX -Incorporator

The name and address of the incorporator is: Rubin Rubinstein, 10530 S US Hwy 1, Port St. Lucie, FL 34952.


Article X- Amendment

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

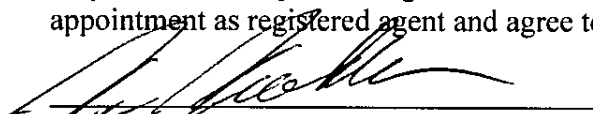
Article-XI

The Corporation shall indemnify each officer and director, including any former officer(s) and director(s), to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 10th day of December, 2007.


Rubin Rubinstein, Incorporator

Having been named registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Rubin Rubinstein, Registered Agent

11/19/07
Date

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TALLAHASSEE, FLORIDA