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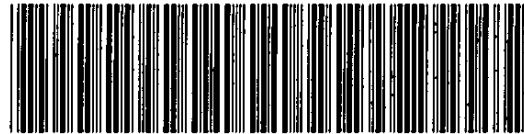
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**JEROME R. MILLER, P.A.**  
**ATTORNEY AT LAW**  
**1300 NORTH FEDERAL HIGHWAY**  
**SUITE 107**  
**BOCA RATON, FLORIDA 33432**

ADMITTED IN FLORIDA AND NEW JERSEY  
FLORIDA BOARD CERTIFIED TAX ATTORNEY

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E-MAIL: JRMTAX@bellsouth.net

June 29, 2007

**FEDERAL EXPRESS**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**Re: M & J Systems, Inc. Article of Incorporation**

Gentlemen:

Enclosed herewith are an original and one copy of the Articles of Incorporation of the above named Florida corporation. The name has been cleared with your office. Also enclosed is my check, payable to the Department of State, in the amount of \$78.75, in full payment of the filing fee and a certified copy.

My client is most anxious to receive a certified copy of the Articles indicating your document number as promptly as possible. Accordingly, I am requesting that you return the certified copy directly to him at 5417 NW 71 Terrace, Boca Raton, Florida 33496 by Federal Express. Enclosed is Federal Express envelope for your assistance in expediting matters.

Should you need a day time telephone number, I suggest that you call my client who is the sole director and will be the president of the corporation. His telephone number is 561-995-1066.

Very truly yours,

  
Jerome R. Miller

JRM/jmb  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
M & J SYSTEMS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME OF CORPORATION**

The name of this Corporation shall be: M & J SYSTEMS, INC.

**ARTICLE II  
GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida. Telemarketing and retail sales of adjustable beds and mattresses.

**ARTICLE III  
CAPITAL STOCK**

A. The total authorized capital stock of this Corporation is 1000 shares of Common Stock, par value \$1.00 per share.

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

**ARTICLE IV  
TERM OF EXISTENCE**

This Corporation shall exist perpetually.

**ARTICLE V  
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE**

The initial street address of the principal office of this Corporation in the State of Florida is 3550 Gateway Drive, Pompano Beach, Florida 33069. The Board of Directors may from time to time move the principal office to another address in Florida.

**ARTICLE VI  
NUMBER OF DIRECTORS**

This Corporation shall have not less than one (1) Director.

**ARTICLE VII  
FIRST BOARD OF DIRECTORS**

The name and street address of the sole member(s) of the Board of Directors is/are:

NAME	ADDRESS
Laurence Bardin	5417 NW 41 Terrace Boca Raton, Florida 33496

**ARTICLE VIII  
SUBSCRIBER**

The name and street address of the subscriber of these Articles of Incorporation is:

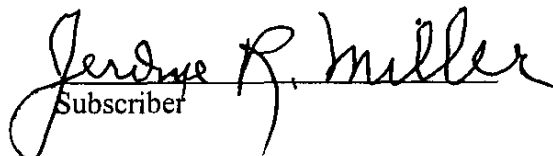
Jerome R. Miller, Esq.  
Jerome R. Miller, P.A.  
1300 N. Federal Highway  
Suite 107  
Boca Raton, Florida 33432

**ARTICLE IX  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 1300 North Federal Highway, Suite 107, Boca Raton, Florida 33432 and the name of the initial registered agent of this Corporation at that address is JEROME R. MILLER, ESQ.

**ARTICLE X  
COMMENCEMENT OF CORPORATE EXISTENCE**

Pursuant to Section 607.167, Florida Statutes, this Corporation shall commence its corporate existence upon filing.

  
Subscriber

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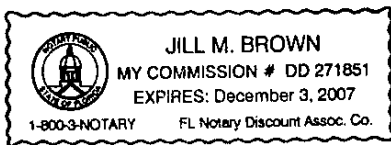
STATE OF FLORIDA.

COUNTY OF PALM BEACH

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared JEROME R. MILLER, ESQ., to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and who acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal in the County and State named above this 29<sup>th</sup> day of June, 2007.



*Jill M. Brown*  
\_\_\_\_\_  
NOTARY PUBLIC  
My commission expires:

**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Laurence Bardin, desiring to organize under the Laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 1300 North Federal Highway, Suite 107, Boca Raton, Florida 33432, has named JEROME R. MILLER, ESQ., located at 1300 North Federal Highway, Suite 107, Boca Raton, Florida 33432, as its Registered Agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

*Jerome R. Miller*  
\_\_\_\_\_  
Jerome R. Miller, Esq.