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TAVARES, FLORIDA 32778-4312

March 3, 1995

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

600000142400
03/08/95-01064--016
***122.50 ***122.50

Re: SLEEP CENTER, INC.

Gentlemen/Ladies:

Enclosed you will find the original and one copy of the proposed Articles of Incorporation to be filed on behalf of the above-styled corporation.

Our check in the amount of \$122.50 is enclosed.

Very truly yours,


Morton D. Aulls

MDA/kds

Enclosures

Per Cathy.
Correct RA
name + Address.
3-10-95

ARTICLES OF INCORPORATION
OF
SLEEP CENTER, INC.

FILED
95 MAR -8 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLA.

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, have to this day voluntarily associated ourselves together for the purpose of forming a corporation under the Laws of the State of Florida, and to that end, do hereby adopt Articles of Incorporation, as follows:

ARTICLE I

The name of the proposed corporation is SLEEP CENTER, INC.

ARTICLE II

The general nature of the business to be transacted by said corporation, and the purpose and purposes for which and for any of which this corporation is formed, or to do any and all of the things allowed by the Statutes of the State of Florida, as well as those herein set forth, to the same extent, as natural persons might or could, viz:

To engage in retail bedding sales.

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind, and description;

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries;

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and such mortgages, transfers of corporation property, or other instruments to secure the payment of corporate indebtedness as required;

To purchase the corporate assets of any other corporation and engage in the same or other character of business;

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation of the State of Florida or any other State of government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock;

To enter into, make, to form and to carry out contracts of every kind and sort, with any person, firm, association, corporation, private, public, or municipal, or body political in furtherance with the business of this corporation and to do all and everything necessary to properly carry out this business;

To receive payment of all or part of the capital stocks subscribed in money, property, labor or services at a just valuation thereof, as fixed by the stockholders;

The foregoing clauses shall be construed as independent business powers and the enumeration of any special business or power shall not be held to limit or restrict in any manner, any other business or power of this corporation, and in general, to carry on any other business or power of this

corporation in connection with the foregoing, and to exercise all of the powers conferred by the Laws of Florida upon corporations existing under its laws, and to any and all things hereinbefore set out to the same extent as natural persons might or could do.

ARTICLE III

The capital stock of this corporation shall consist of 100 shares of stock with a par value of \$1.00.

ARTICLE IV

The amount of capital with which the corporation will begin business will be \$1,500.00.

ARTICLE V

The corporation shall have a perpetual existence.

ARTICLE VI

The corporation shall not have directors, but all corporate powers and business affairs of the corporation shall be exercised by or under the authority of the officers of the Corporation.

ARTICLE VII

The names and addresses of the officers of the corporation who shall hold office until their successors are elected or appointed and have qualified are as follows:

President: Bruce Silbernagel, 10123 U.S. Highway 441,
Leesburg, Florida 34788

Vice-President: Brent Silbernagel, 10123 U.S. Highway 441,
Leesburg, Florida 34788

Secretary: Brian Silbernagel, 10123 U.S. Highway 441,
Leesburg, Florida 34788

Treasurer: Brian Silbernagel, 10123 U.S. Highway 441,
Leesburg, Florida 34788

ARTICLE VIII

The office and principal place of business of this corporation shall be at 10123 U.S. Highway 441, Leesburg, Florida 34788, and the initial registered agent is ^{Brian Silbernagel} ~~Norton D.~~ 2201 S. Bay St., Eustis, Florida 32726. ~~Attest at 14229 U.S. Highway 441, Tavares, FL 32778-4312,~~ who, by execution hereto, accepts the duties and responsibilities of registered agent.

ARTICLE IX

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares of stock subscribed for by each are as follows:

Bruce Silbernagel, 10123 U.S. Highway 441, Leesburg, FL 34788
- 10 shares

Brent Silbernagel, 10123 U.S. Highway 441, Leesburg, FL 34788
- 10 shares

Brian Silvernagel, 10123 U.S. Highway 441, Leesburg, FL 34788
- 10 shares

ARTICLE X

The annual meeting for said corporation shall be held on the second day of January of each year unless such date shall fall upon a holiday, in which event, it shall be held on the next succeeding business day.

ARTICLE XI

These Articles of Incorporation may be amended by a majority vote of the stockholders meeting at a regular or specifically called meeting for such purposes.

ARTICLE XII

This Corporation may enter into any agreement with its stockholders, and the stockholders of this corporation may enter into any agreement among themselves, creating limitation upon the sale or other transfer of any class of the stock of the corporation.

ARTICLE XIII

Any stock issued by this corporation within two years of the date of incorporation shall be considered to be issued in accordance with the plan adopted pursuant to Section 1244 of the Internal Revenue Code of 1954 as amended.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation at Tavares, Lake

County, Florida, this 27 day of February, A.D., 1995.

Bruce Silbernagel
BRUCE SILBERNAGEL

Brent Silbernagel
BRENT SILBERNAGEL

Brian Silbernagel
BRIAN SILBERNAGEL

ACCEPTANCE OF REGISTERED AGENT
I hereby am familiar with and
accept the duties and responsi-
bilities as registered agent for
said corporation.

Brian Silbernagel
BRIAN SILBERNAGEL
2201 S. Bay Street
Eustis, Florida 32726

STATE OF FLORIDA

COUNTY OF LAKE

I HEREBY CERTIFY that before me, the undersigned
authority duly authorized to administer oaths and take
acknowledgments in the County and State last aforesaid,
personally appeared BRUCE SILBERNAGEL, BRENT SILBERNAGEL and
BRIAN SILBERNAGEL, who are personally known to me or have
produced h/a as identification and
who executed the foregoing Articles of Incorporation, and
they acknowledged before me accordingly to law, that they

subscribed the same for the uses and purposes therein
mentioned and set forth.

WITNESS my hand and official seal in the County and
State last aforesaid this 27 day of February A.D., 1995.

Suzanne S. Jones
NOTARY PUBLIC

My Commission Expires: 02-03-98

(SEAL)



SUZANNE S. JONES
MY COMMISSION EXPIRES
FEBRUARY 3, 1998
DONOR: THE FARMERS' ASSOCIATION INC.