

P95000071980
Law Office of
Arie Mrejen, Esq.

A PROFESSIONAL ASSOCIATION

FLAMINGO FINANCING BUILDING
8380 WEST OAKLAND PARK BLVD.
SUITE 307
SUNRISE, FLORIDA 33351

DEPLY TO:
P.O. BOX 6002
FORT LAUDERDALE, FLORIDA
33310-6002

GENERAL COUNSEL TO:
FLAMINGO FINANCING COMPANY &
AURORA CAPITAL

September 11, 1995

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Bureau of Corporations - - New Filings
Secretary of State
409 East Gaines Street
Tallahassee, Florida
32399

RE: THE VOGUE MATTRESS COMPANY

Enclosed please find a signed original and one copy of the
Articles of Incorporation for THE VOGUE MATTRESS COMPANY
Also find enclosed a check for \$122.50 to cover filing fees
and certified copy fees.

Please process these at your earliest convenience and return
the certified copies of the Articles of Incorporation to my
office at the above address.

Thank you for your assistance and cooperation. Should you
have any questions please do not hesitate to contact me at
the above phone number.

Very truly Yours,
ARIE MREJEN, P.A.

BY: 
ARIE MREJEN, ESQ.

ENCLOSURES

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 14 PM 3:24
H 9/18



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 5, 1995

ARIE MREJEN, P.A.
P.O. BOX 5082
FORT LAUDERDALE, FL 33310-5082

The name THE VOGUE MATTRESS COMPANY has been reserved for 120 days beginning September 5, 1995. The reservation number is R95000004008 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Becky McKnight

Letter number: 695A00040899

ARTICLES OF INCORPORATION
OF
THE VOGUE MATTRESS COMPANY

FILED
SECRETARY OF STATE
CORPORATIONS
95 SEP 14 PM 3:24

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

ARTICLE I: NAME

The name of the corporation is : THE VOGUE MATTRESS COMPANY

ARTICLE II: EFFECTIVE DATE

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

ARTICLE III: PRINCIPAL OFFICE

The mailing address of this corporation is
3725 S. Ocean Dr., #420, Hollywood, FL 33019

ARTICLE IV: CAPITAL STOCK

The number of shares that the corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V: GENERAL PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE VI: INITIAL REGISTERED AGENT

The name and address of the initial registered agent is ARIE MREJEN, P.A., 8360 West Oakland Park Blvd., Suite 307, Sunrise, FLORIDA 33351

ARTICLE VII: DURATION

The duration of the corporation is perpetual.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The number of directors constituting the INITIAL Board of Directors is one(1). The number of directors may be increased from time to time in accordance with the by-laws, but shall never be less than one. The names and mailing address of each of the initial members of the Board of Directors are:

SONNY YORK

c/o P.O. Box 5082
Ft. Lauderdale, Florida 33310

ARTICLE IX: INCORPORATOR

The name of the incorporator is Arie Mrejen, P.A., 8360 West Oakland Park Blvd., Suite 307, Sunrise, Florida 33351.

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.

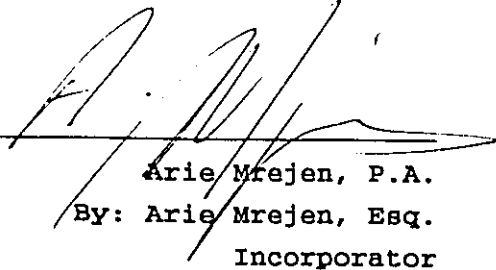
ARTICLE XI: INDEMNIFICATION

The corporation shall indemnify each officer and director to the fullest extent permitted by law.

ARTICLE XII: BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

In WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 11th day of September, 1995.


Arie Mrejen, P.A.
By: Arie Mrejen, Esq.
Incorporator

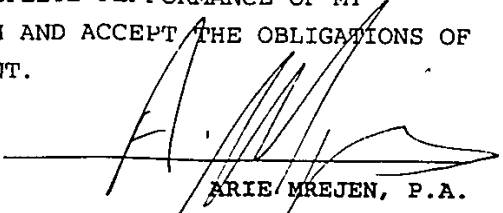
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF DESIGNATION 95 SEP 14 PM 3:24
REGISTERED AGENT

Pursuant to the provisions of section 607.0501 of the Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida:

1. The name of the corporation is THE VOGUE MATTRESS COMPANY
2. The name and address of the registered agent is ARIE MREJEN, P.A. 8360 West Oakland Park Blvd., SUITE 307, Sunrise, FLORIDA 33351

HAVING BEEN NAMED REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


ARIE MREJEN, P.A.
BY: ARIE MREJEN, ESQ.,
REGISTERED AGENT
SEPTEMBER 11, 1995