

P96000004505



U.S. Bedding, Inc.

January 10, 1995

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

RE: U.S. Bedding, Inc.

200001687632
-01/12/96--01003--018
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very Truly Yours,

Charles A. Rowe
U.S. Bedding, Inc.

FILED
96 JAN 11 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MAILING ADDRESS OF CORPORATION

U.S. Bedding, Inc.
1590 Rochelle Lane
Oviedo, FL 32765

(407) 359-9456

GB 1/11/96

ARTICLES OF INCORPORATION

of

U.S. Bedding, Inc.

(name of corporation)

FILED

96 JAN 11 AM 11:45

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby certify that the corporation is organized under the laws of the State of Florida.

SEMINOLE COUNTY
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

U.S. Bedding, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of one Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Charles A. Rowe		
ADDRESS	1590 Rochelle Lane		
CITY	Oviedo	FLORIDA	ZIP 32765

The principal office, if known, or the mailing address of the corporation is:

NAME	U.S. Bedding, Inc.		
ADDRESS	1590 Rochelle Lane		
CITY	Oviedo	FLORIDA	ZIP 32765

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Charles A. Rowe		
ADDRESS	1590 Rochelle Lane		
CITY	Oviedo	STATE FL	ZIP 32765
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	/ Charles A. Rowe		
ADDRESS	1590 Rochelle Lane		
CITY	Oviedo	STATE	FL ZIP 32765
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 9th day of January, 1996.

[Signature] (Seal)
 _____ (Seal)
 _____ (Seal)

STATE: Florida)
 COUNTY OF : Seminole)

The foregoing instrument was acknowledged before me this ninth day of January, 1996, by Charles Rowe and who has produced FDL #R000-141-59-295-0 as identification.



TONI MARIE ROBERTS
 MY COMMISSION # 00271151 EXPIRES
 March 23, 1997
 BONDED THROUGH TONY PAUL INSURANCE, INC.

Toni Marie Roberts
 Print Name Toni Marie Roberts
 Notary Public in and for the
 County and State Aforementioned.
 My Commission expires: 3/23/97

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

FILED

CERTIFICATE OF REGISTERED AGENT
OF

96 JAN 11 AM 11:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

U.S. Bedding Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

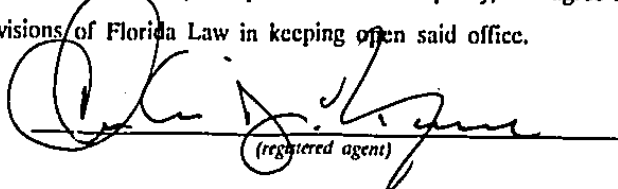
at 1590 Rochelle Lane Oviedo Fl 32765

has named Charles A. Rowe

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)