KATTOURA & ASSOCIATES, INC. ACCOUNTING, BOOKKEEPING & TAX SERVICES

One N. Ocean Blvd, #212 Boca Raton, Fl. 33432 TEL: (561) 362-0491

Born Raton, PL 33429 PAX: (561) 394-5134

National 8₃ U0000854

Secretary of State **Division of Corporation** Tallahasse, FL 32399

500001973915--006 ****122.50 ****122.50

Dear Sirs,

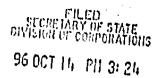
Please find enclosed the articles of incorporation for WATERBED GALLERY, INC. Along with a check in the amount of \$122,50 for the filing fees.

Please send return the certificate and articles to the address above. Thank you for your cooperation to our request.

Sincerely yours,

Andre K. Kattoura

ARTICLES OF INCORPORATION OF WATERBED GALLERY, INC.



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

ARTICLE 1. NAME, GALLERY, INC.

The name of the corporation is: WATERBED

ARTICLE 2. DURATION. The duration of the corporation is perpetual.

ARTICLE 3. PURPOSE. The general purposes for which the corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.
- ARTICLE 4. 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.
- ARTICLE 5. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial principal office of the Corporation is 384 N. Congress Avenue, Boynton Beach, FL 33426, and the name and address of its initial Registered Agent is Badie Kattoura, 921 S.E 4th St. Boynton Beach, FL 33435.
- ARTICLE 6. INITIAL BOARD OF DIRECTORS. The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:
 - Badie Kattoura

921 S.E 4th Street Boynton Beach, FL 33435

ARTICLE 7. INCORPORATORS. The name and address of each Incorporator is as follows: 1. Badic Kattoura 921 S.E 4th Street Boynton Beach, FL 33435 ARTICLE 8. AMENDMEN'T. 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 9. INDEMNIFICATION. The corporation shall indemnify any incorporator, officer or director or any former officer or director, to the full extent permitted by law. IN WITNESS WHEREOF, the undersigned has signed these Articles of day of 0 C 1996 Incorporation on this STATE OF FLORIDA **COUNTY OF PALM BEACH** Badie Before me personally appeared to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed. FJC# K360 D76420530 DL# WITNESS, my hand and official seal Alis 1996

Notary Public, State of Florida at large

ANGELA V. MOUTE LTY COMMISSION & CC395952 EXPITES AUGUST 5, 1993 BOSIOD THEN THEN FAMILISATURES, INC.

My commission expires:

(SEAL)

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ACCEPTANCE BY REGISTERED AGENT

96 OCT 14 PH 3: 24

WATERBED GALLERY, INC of Incorporation.	ots the appointment as Registered Agent of which is contained in the foregoing Articles
Dated this 7 day of _	O J 1996.
	B.15 off gure
	Registered Agent