

997000013784

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

RE: MAGIC MATTERS Inc

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 97 FEB 12 PM 1:56
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

AL FEB 12 1997



REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<u>2/12/97</u>	_____	_____
TIME	<u>10:20</u>	_____	CK No. _____
BY	<u>CD</u>	_____	_____

WALK-IN _____
 Will Pick Up _____

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. File	_____	_____
_____ Corp. Record Search	_____	_____
_____ Ltd. Partnership File	_____	_____
_____ Foreign Corp. File	_____	_____
_____ () Cert. Copy(s)	_____	_____
<u>Photo</u>	_____	_____
_____ Art. of Amend. File	_____	_____
_____ Dissolution/Withdrawal	_____	_____
_____ C U S-	_____	_____
_____ Filitious Name File	_____	_____
_____ Name Reservation	_____	_____
_____ Annual Report/Reinstatement	_____	_____
_____ Reg. Agent Service	_____	_____
_____ Document Filing	_____	_____
_____ Corporate Kit	_____	_____
_____ Vehicle Search	_____	_____
_____ Driving Record	_____	_____
_____ Document Retrieval	_____	_____
_____ UCC 1 or 3 File	_____	_____
_____ UCC 11 Search	_____	_____
_____ UCC 11 Retrieval	_____	_____
_____ File No.'s, _____ Copies	_____	_____
_____ Courier Service	_____	_____
_____ Shipping/Handling	_____	_____
_____ Phone ()	_____	_____
_____ Top Priority	_____	_____
_____ Express Mail Prep.	_____	_____
_____ FAX () pgs.	_____	_____
SUBTOTALS	_____	_____

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	_____
TAX on corporate supplies.....	_____
SUBTOTAL.....	_____
PREPAID.....	_____
BALANCE DUE.....	_____

RECEIVED
 96 FEB 12 AM 10:32
 DIVISION OF CORPORATE AFFAIRS
 TALLAHASSEE, FLORIDA

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

CERTIFICATE OF INCORPORATION
OF
MAGIC MATTRESS INC

FILED
97 FEB 12 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is MAGIC MATTRESS INC
2. Its principle office in the State of Florida is to be located at 953 Sand Lake Road IN THE CITY OF ORLANDO COUNTY OF ORANGE
3. Its registered office in the State of Florida will be the same as the principle office and is to be located at 953 Sand Lake Road IN THE CITY OF ORLANDO COUNTY OF ORANGE The registered agent in charge thereof is Candida Ponce at 953 Sand Lake Road Orlando, FLORIDA 32809
4. The nature of the business and objects and purposes to be transacted, promoted and carried on, are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, in any part of the world, viz:

"The purpose of the corporation is to engage in any lawful act or activity for which the corporations may be organized under the general Corporation Law of Florida".

5. CAPITALIZATION :

The Corporation shall have the authority to issue 500 shares of Common Stock, each share to have No Par Value. The shares may be issued for the consideration expressed in dollars as may be fixed from time to time by the Board of Directors.

6. The names and mailing addresses of each of the incorporators are as follows:

NAME	POST OFFICE ADDRESSES
Candida Ponce <i>Candida Ponce</i>	953 Sand Lake Road Orlando Fl 32809

7. " I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation, MAGIC MATTRESS INC

Candida Ponce

CANDIDA PONCE
Registered Agent

8. This document has been executed and made valid on January 30 1997

Candida Ponce

CANDIDA PONCE
Incorporator

FILED
97 FEB 12 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA