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REJEAN LEDUC
721 S. E. 17TH ST.
FT LAUDERDALE, FL 33316-2927

63-865547
2660
2102414827

521

Date March 26, 1997

Department of State

Pay to the Order of

-----Seventy dollars-----

\$ 70.00

XX Dollars



CITIBANK F.B.R. 47
3800 S. OCEAN DR.
HOLLYWOOD, FL 33019
1-800-374-0800

Top Bedding Incorporated

memo

⑆ 266086554⑆

2102414827 0521

Louise

incorporator?

Louise GAVE

AUTHORIZATION BY PHONE TO

CORRECT Article VI

DATE 3/27/97

DOC. EXAM. BR

FILED
97 MAR 27 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER MAR 27 1997

ARTICLES OF INCORPORATION
OF
TOP BEDDING INC.

FILED
97 MAR 27 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE 1 NAME

The name of the corporation shall be: "Top Bedding Inc.

ARTICLE 11 PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is:

721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

ARTICLE 111 CAPITALSTOCK

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock, per value \$1.00 per share.

ARTICLE 1V PURPOSE

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country territory or nation.

**ARTICLE V INITIAL REGISTERED AGENT AND
ADDRESS**

The name and address of the initial registered agent is:
Réjean Leduc
721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these Article of Incorporation is:


TRANSPORT RENE DANDURAND INC.
René Dandurand
721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial President, Secretary is: René Dandurand, he live at:

22, Place Morier
Ste-Madeleine, Québec CANADA
J0H 1S0

The undersigned has executed the Articles of Incorporation this day of
1997.

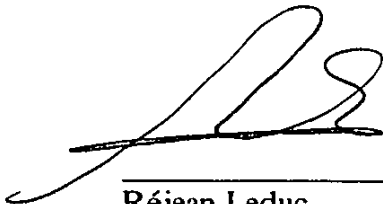
TRANSPORT RENE DANDURAND INC.

By: 
René Dandurand, President

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for Corporation, at place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: March 10, 1997.



Réjean Leduc
Registered Agent

FILED
97 MAR 27 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA