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TRANSMITTAL LETTER

April 21, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000002159360--3
-04/29/97--01119--003
****131.25 ****131.25

SUBJECT: FIRST SERVICES BEDDING CORPORATION

Enclosed is an original and two (2) copies of the articles of incorporation and a check for:

\$ 131.25
(filing fee, certified copy & certificate)

FROM:

Bruce Krongelb
2310 Ridge Ave
Orlando, Florida 32803
(407) 292-1010 (daytime phone)

FILED
97 MAY -1 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL MAY - 1 1997

ARTICLES OF INCORPORATION

FILED

97 MAY -1 PM 1:06

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.
**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I

The name of the corporation shall be: **FIRST SERVICES BEDDING CORPORATION**

ARTICLE II

The principal place of business and mailing address of this corporation shall be:
5415 Edgewater Drive, Orlando, Florida 32810

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares. These shares will have no par value.

ARTICLE IV

The name and Florida address of the initial registered agent is:

**Bruce Krongelb
2310 Ridge Ave
Orlando, Florida 32803**

ARTICLE V

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

**Bruce Krongelb
2310 Ridge Ave
Orlando, Florida 32803**

ARTICLE VI

The effective date of this corporation will be: **May 1, 1997**

ARTICLE VII

The names and street addresses of the initial officers and director is:

**KIMBERLY KRONGELB, PRESIDENT
2310 RIDGE AVE
ORLANDO, FLORIDA 32803**

**BRUCE KRONGELB, VICE PRESIDENT/SECRETARY/TREASURER
2310 RIDGE AVE
ORLANDO, FLORIDA 32803**

BRUCE KRONGELB, BOARD DIRECTOR/CHAIRMAN OF THE BOARD
2310 RIDGE AVE
ORLANDO, FLORIDA, 32803

ARTICLE VIII

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

 4/21/97
Signature/Incorporator Date

Having been named as registered agent and 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 and agree to act in this capacity. I further agree to comply with the 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.

 4/21/97
Signature/Registered Agent Date

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

97 MAY -1 PM 1:06

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

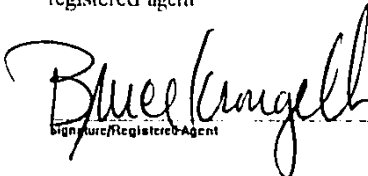
1. The name of the corporation is:

FIRST SERVICES BEDDING CORPORATION

2. The name and address of the registered agent and office is:

**BRUCE KRONGELB
2310 RIDGE AVE
ORLANDO, FLORIDA 32801**

Having been named as registered agent and 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 and agree to act in this capacity. I further agree to comply with the 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

 4/21/97
Signature/Registered Agent Date