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CINDY S. VOVA, P.A.

517 SOUTHWEST 1st AVENUE
FORT LAUDERDALE, FLORIDA 33301

CINDY S. VOVA

ADMITTED:
FLORIDA & GEORGIA

May 28, 1997

TELEPHONE
(954) 463-2766
(954) 463-2459
FACSIMILE
(954) 524-4169

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

EFFECTIVE DATE
5-30-97

Re: Ultramatic Sleep of Florida, Inc.

Dear Sir or Madam:

I am enclosing herewith an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of $122.50 is enclosed, which represents the following fees in accordance with Section 607.0122, Fla. Stat.:

Filing fee	$ 35.00
Certified copy	52.50
Registered agent fee	35.00
TOTAL	$ 122.50

Kindly file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned in the enclosed self addressed stamped envelope.

Your prompt attention to this matter is greatly appreciated.

Very truly yours,

Cindy S. Vova

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encls.
cc: Ron Patterson
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EFFECTIVE DATE
5-30-97

ARTICLES OF INCORPORATION

OF

Ultramatic Sleep of Florida, Inc.

ARTICLE I

Name

The name of the corporation is ULTRAMATIC SLEEP OF FLORIDA, INC.

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 30th day of May, 1997.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

Capital Stock

This corporation is authorized to issue TWO HUNDRED (200) shares of ONE AND NO/100 DOLLARS ($1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V

Principal Office; Initial Registered Office and Agent

The street address of the initial principal office of the corporation is: 517 S.W. 1st Avenue, Ft. Lauderdale, FL 33301, and registered office of this corporation is: 517 S.W. 1st Avenue, Fort Lauderdale, FL 33301, and the name of the initial registered agent of this corporation at that address is: Cindy S. Vova, Esq.

ARTICLE VI

Initial Board of Directors

This corporation shall initially have two (2) directors. The number of directors may be increased from time to time by the By-laws, but shall never be less than ONE (1). The name and address of the initial directors of this corporation are:

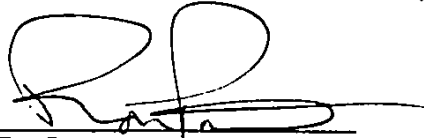Ron Edwards Patterson-517 S.W. 1st Avenue, Ft. Lauderdale, FL 33301

Donna Patterson-517 S.W. 1st Avenue, Ft. Lauderdale, FL 33301

ARTICLE VII

Incorporator

The name and address of the person signing these Articles is: Ron Edward Patterson, 517 S.W. 1st Avenue, Ft. Lauderdale, FL 33301.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this _20_ day of May, 1997.

_____
Ron Patterson

PROVINCE
~~STATE~~ OF _ONTARIO_ :
                                          SS:
COUNTY OF _HALTON_ :

The foregoing instrument was acknowledged before me this _20_ day of _MAY_, 1997, by RON PATTERSON, who is personally known to me or who has produced _SELF_ as identification, and who did take an oath.

_____
Notary Public, ~~State of Florida~~ *PROVINCE DE ONTARIO*

PAUL LAFLEUR
Print Name

My Commission Expires: _ON Death_

Paul A. LaFleur
BARRISTER & SOL... ...R
518 BRANT St
BURLINGTON, C...
L7R 2G7   ...

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

ULTRAMATIC SLEEP OF Florida, INC.

Pursuant to Florida Statutes, the following is submitted, in compliance with said Act:

First--that ULTRAMATIC SLEEP OF Florida, INC. desiring to organize under the laws of the State of Florida with its principal office at: 517 S.W. 1st Avenue, Fort Lauderdale, FL 33301, has named Cindy S. Vova, Esq., located at 517 S.W. 1st Avenue, Ft. Lauderdale, FL 33301, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

_____
CINDY S. VOVA

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97 JUN -2 PH 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

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