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Kenneth S. Sandler, P.A.

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December 2, 1997

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

300002362963--4  
-12/04/97--01071--009  
\*\*\*\*157.50 \*\*\*\*\*52.50

RE: CHANGE OF NAME  
UMG CORP - FLMG CORP. - MBMG CORP.

Dear Clerk:

Enclosed please find three (3) Amendments to Articles of Incorporation changing the name on the following corporations:

FROM

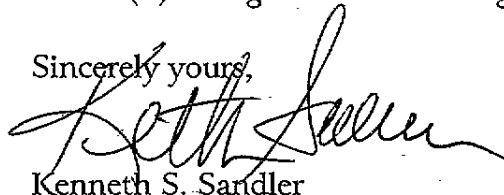
UMG Corp.  
FLMG Corp.  
MBMG Corp.

TO

UMG Mattress Corp.  
FLMG Mattress Corp.  
MBMG Mattress Corp.

Also enclosed is a check in the amount of \$157.50 (\$52.50 for each corporation) for filing the above Amendments. If you need anything further please do not hesitate to call. Please return a stamped copy of all three (3) changes to the undersigned.

Sincerely yours,

  
Kenneth S. Sandler

KSS/fs  
Enclosures  
letters/secstate.amd

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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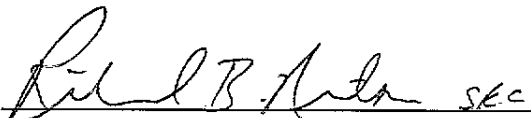
N.C.

12-10-97  
CC

**AMENDMENT TO ARTICLES OF INCORPORATION**  
**NAME CHANGE**

Upon the unanimous vote of the shareholders and pursuant to a corporate resolution dated November 25, 1997, the first sentence of Article I. of the Articles of Incorporation of UMG Corp., is hereby amended to read as follows:

The name of the corporation shall be UMG Mattress Corp.

  
Richard B. Nilsen, Secretary

Dated: 11-25-97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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