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2/11/98

Charter Number Only

FILED
98 FEB 12 AM 11:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jeffrey Bow Cohen

Requestor's Name

297 Sunny Isles Blvd

Address

N. Miami Cl. 33160

City

State

ZIP

Phone

#940-1985

VALIDATION ONLY

800002428358--4
-02/12/98--01006--011
****122.50 ****122.50

CORPORATION(S) NAME

US Futon, INC.

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out | |

Name
Availability
Document
Examiner
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W.P. Verifier

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RECEIVED
98 FEB 12 AM 9:35
DIVISION OF CORPORATION

K. Rolfe FEB 12 1998



Empire Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION
OF
U.S. FUTON, INC.**

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ARTICLE I - NAME

The name of the Corporation is **U.S. FUTON, INC.**

ARTICLE II - ADDRESS

The principal office, or mailing address of the Corporation is 2035 NE 163rd Street,
North Miami Beach, Florida 33162.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in the transaction of any and all
business permitted under the laws of the United States and of this State.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have
outstanding at any time is one thousand (1000) shares of common stock having the par
value of One (\$1.00) Dollar.

ARTICLE VI - PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights in accordance with the provisions of Florida Statutes Section 607.0603, pursuant to the terms and conditions, if any, prescribed by the board of directors.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation is 2035 NE 163rd Street, North Miami Beach, Florida 33162. The initial registered agent at such address is Gauriel Nazginov.

ARTICLE VIII - DIRECTORS

The Corporation shall have two directors initially, whose names and street addresses are as follows:

NAME	ADDRESS
Nadezhda Nazginov	2035 NE 163 rd Street North Miami Beach, Florida 33162
Gauriel Nazginov	2035 NE 163 rd Street North Miami Beach, Florida 33162

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator of this Corporation is as follows:

NAME	ADDRESS
Gauriel Nazginov	2035 NE 163 rd Street North Miami Beach, Florida 33162

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing
Articles of Incorporation this 11th day of February, 1998.

Gauriel Nazginov

(SEAL)

STATE OF FLORIDA
COUNTY OF DADE

Before me personally appeared Gauriel Nazginov, to me well known to be the
person described in and who executed the foregoing Articles of Incorporation, and
acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named this 11th day
of February, 1998.

Michelle L Skinner
NOTARY PUBLIC STATE
OF FLORIDA AT LARGE



Michelle L Skinner
My Commission CC599685
Expires November 7 2000

My Commission Expires:

Personally Known _____ OR Produced Identification ✓
Type of Identification Produced NY Driver's License

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

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST, that **U.S. FUTON, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 2035 NE 163rd Street, North Miami Beach, Florida 33162., has named Gauriel Nazginov , located at 2035 NE 163rd Street, North Miami Beach, Florida 33162., as its agent to accept service of process within Florida.

Signature Gauriel Nazginov
(Corporate Officer)
Title President
Date February 11, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature Gauriel Nazginov
(Registered Agent)
Date February 11, 1998

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