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TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE, INC.

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LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PLAY-N SLEEP, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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BUREAU OF CORPORATION

K. Roffe APR 14 1998

Examiner's Initials

ARTICLES OF INCORPORATION
of
PLAY-N-SLEEP, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I -CORPORATE NAME

The name of the corporation is:

PLAY-N-SLEEP, INC.

ARTICLE II-DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III-PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United State and the State of Florida.

ARTICLE IV-CAPITAL STOCK

The corporation is authorized to issue One hundred shares(100)of Five Dollar(s) (\$ 5.00)par value Common Stock, which shall be designated "Common Shares

ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is :

NAME : MARTA GONZALEZ
ADDRESS : 7435 W 19TH COURT
CITY : HIALEAH FLORIDA ZIP: 33014

The name and street address of the Initial Registered Agent of this Corporation is:

NAME : MARTA GONZALEZ
ADDRESS : 7435 W 19TH COURT
CITY: HIALEAH FLORIDA ZIP: 33014

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This corporation shall have Five (5)directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one(1). The names and address of the initial director(s) of the corporation are as follows:

NAME:	MARTA GONZALEZ	TITLE: PRESIDENT
ADDRESS:	4430 NW 207TH DRIVE	
CITY:	MIAMI, FL 33055	
NAME:	ENRIQUE ESCAURIZA	TITLE: VICE-PRESIDENT
ADDRESS:	10095 SW 142ND PL	
CITY:	MIAMI, FL 33186	
NAME:	CARLOS H. CANALS	TITLE: SECRETARY
ADDRESS:	118 E 5TH STREET	
CITY:	HIALEAH, FL 33010	
NAME:	ALI GONZALEZ	TITLE: TREASURER
ADDRESS:	531 SW 178TH WAY	
CITY:	PEMBROKE PINES, FL 33029	
NAME:	GUSTAVO LEON	TITLE: DIRECTOR
ADDRESS:	2828 SW 126TH AVE	
CITY:	MIAMI, FL 33175	

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ARTICLE VII - INCORPORATORS

The names and address of the incorporators signing these Articles of Incorporation are as follows:

NAME:	MARTA GONZALEZ	TITLE: PRESIDENT
ADDRESS:	4430 NW 207TH DRIVE	
CITY:	MIAMI, FL 33055	
NAME:	ENRIQUE ESCAURIZA	TITLE: VICE-PRESIDENT
ADDRESS:	10095 SW 142ND PL	
CITY:	MIAMI, FL 33186	
NAME:	CARLOS H. CANALS	TITLE: SECRETARY
ADDRESS:	118 E 5TH STREET	
CITY:	HIALEAH, FL 33010	
NAME:	ALI GONZALEZ	TITLE: TREASURER
ADDRESS:	531 SW 178TH WAY	
CITY:	PEMBROKE PINES, FL 33029	
NAME:	GUSTAVO LEON	TITLE: DIRECTOR
ADDRESS:	2828 SW 126TH AVE	
CITY:	MIAMI, FL 33175	


IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 2nd day of April, 1998

 (Seal)
Marta Gonzalez

 (Seal)
Enrique Escauriza

 (Seal)
Carlos H. Canals

 (Seal)
Ali Gonzalez

 (Seal)
Gustavo Leon

STATE OF FLORIDA

SS

COUNTY OF DADE

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Marta Gonzalez, Enrique Escauriza, Carlos H. Canals, Ali Gonzalez and Gustavo Leon. Known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that executed these Articles of Incorporation.

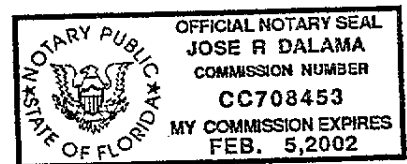
IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 2nd day of April, 1998

(Notary Seal)


Jose R. Dalama

(Notary Public, State of Florida at Large)

My Commission expires:



**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

PLAY-N-SLEEP, INC.

(Name of corporation)

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Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at : 7435 W 19TH COURT
HIALEAH, FL. 33014

has named : **MARTA GONZALEZ**

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

MARTA GONZALEZ

(registered agent)

