

P98000042164

TRANSMITTAL LETTER

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

400002515034--9
-05/07/98--01033--016
****122.50 ****122.50

SUBJECT: SIERRA MATTRESS INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: VERNIE RAY BARNES
Name (Printed or typed)

4481 COASTAL LANE
Address

PACE, FL. 32571
City, State & Zip

1-850-994-8812
Daytime Telephone number

FILED
98 MAY - 7 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

9/5-11-98

ARTICLES OF INCORPORATION
OF
SIERRA MATTRESS, INC.

We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a Corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is SIERRA MATTRESS, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of the Articles of Incorporation.

ARTICLE III - PURPOSE

The purpose of this Corporation is to transact any or all lawful business for which Corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 2,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the principal place of business of this Corporation is 4481 Coastal Lane, Pace, FL 32571, and the name of the initial registered agent of this Corporation at that address is Vernie Ray Barnes.

FILED
98 MAY - 7 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the Corporation is:

Vernie Ray Barnes
4481 Coastal Lane
Pace, FL 32571

ARTICLE VIII- INCORPORATORS

The name and address of the Incorporator signing these articles is Vernie Ray Barnes, 4481 Coastal Lane, Pace, FL 32571.

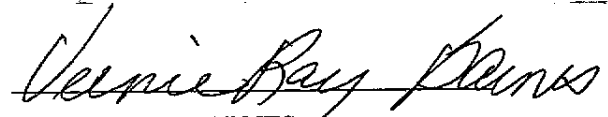
ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, any right conferred upon the Shareholders is subject to this reservation.

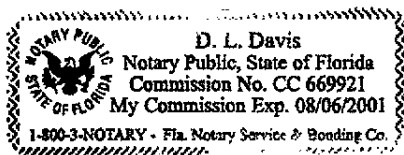
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 4th day of MAY, 1998

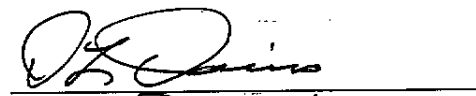

VERNIE RAY BARNES
Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was sworn to and subscribed to me this 4th day of MAY, 1998, by VERNIE RAY BARNES, who is personally known to me, or who has produced FLORIDA DRIVER LICENSE as identification and who did take an oath.





Print Name D. L. Davis
Notary Public, State of Florida
My Commission Expires 8/6/01

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


In compliance with Section 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that SIERRA MATTRESS, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 4481 Coastal Lane, Pace, FL 32571, has named Vernie Ray Barnes at, 4481 Coastal Lane, Pace, FL 32571, as its agent to accept service of process within Florida.

DATED 5-4-98


VERNIE RAY BARNES
Director

Having been named to accept services of process for the above named 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 performance of my duties


VERNIE RAY BARNES
Registered Agent

FILED
98 MAY - 7 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA