TRANSMITTAL LETTER

P99000103478

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

inanan52891--2 -11/23/99--01041--004 *****78.75 *****78.75

			*****78.75	*****78.75
SUBJECT:	MATTRESS ONE, INC.		-	
(Proposed corporate name - must include suffix)				<u> </u>
		FFECTIVE DATE	,	
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 of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL COI	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
FROM:			AL	99
Name (Printed or typed)				3
24188 BALMORAL LANE			FILED 99 NOV 23 A	
	Address BROOKSVILLE FL 34601 City, State & Zip			
	(352) 754-8838	<u></u>	- . =	
Daytime Telephone number				

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

ARTICLES OF INCORPORATION

FILED
99 NOV 23 AM II: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIS

EFFECTIVE DATE

OF .

MATTRESS ONE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be Mattress One, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business is <u>24188 Balmoral Lane</u>, <u>Brooksville</u>, <u>FL 34601</u> and the mailing address of this corporation shall be <u>24188 Balmoral Lane</u>, <u>Brooksville</u>, <u>FL 34601</u>.

ARTICLE III - SHARES OF STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is <u>1000 shares</u>, and shall have a par value of <u>\$1.00 per share</u>.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent: Rhonda L. Smith, 24188 Balmoral Lane, Brooksville, FL 34601.

ARTICLE V - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation: Rhonda L. Smith, 24188 Balmoral Lane, Brooksville, FL 34601.

Date

ARTICLE VI - PURPOSE

The general purposes for which the corporation is organized is to engage in the business of retail sales of bedding and to transact any other lawful business activity of a for profit corporation.

ARTICLE VII - EFFECTIVE DATE

The effective date for the incorporation is **January 1**, **2000**.

Executed by the undersigned at Brooksville Florida on this ___

day of

1999.

Incorporator

STATE OF FLORIDA

COUNTY OF HERNANDO

Before me personally appeared **RHONDA L. SMITH**, to me well known and known to me to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that they have executed said instrument for the purpose therein expressed.

Witness my hand and seal, this

day of Mounte 1999

Notary Public

My Commission Expires:

Seal:

Patricia A. Cornett

Y COMMISSION # CC735115 EXPIRES

April 25, 2002

SONDED THRE TROY FAIN INSURANCE, INC.

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STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

MATTRESS ONE, INC., desiring to organize as a corporation for profit under the Florida Business Corporation Act, has designated RHONDA L. SMITH its agent to accept service of process within the State of Florida.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I, RHONDA L. SMITH, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

mole 1/-18-99
gistered Agent Date

The foregoing instrument was sworn to and acknowledged before me, this

18th day of November, 1999

Notary Public

My Commission Expires:

Patricia A. Cornett
MY COMMISSION # CC735115 EXPIRES
April 25, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Seal: