

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
EXTENDO BED COMPANY, INC.**

The following Amended and Restated Articles of Incorporation of Extendo Bed Company, Inc., have been duly adopted by the Board of Directors and approved by all the shareholders by written consent dated October 31, 2018, pursuant to Idaho Code 30-29-704 and 30-29-821. These duly adopted and approved Amended and Restated Articles of Incorporation consolidate all amendments adopted and approved and supersede and replace any prior Articles of Incorporation. The undersigned, acting as Board of Directors and Shareholders under the Idaho Business Corporation Act adopt the following Amended and Restated Articles of Incorporation:

**ARTICLE I.
NAME OF THE CORPORATION**

The name of the Corporation is Extendo Bed Company, Inc. ("Corporation").

**ARTICLE II.
PURPOSE OF THE CORPORATION**

The purpose of this Corporation is to engage in any lawful act or activity for which a Corporation may be organized under the Idaho Business Corporation Act other than the banking business, a trust company business, or the practice of a profession permitted to be incorporated by the Idaho Corporations Code.

**ARTICLE III.
REGISTERED AGENT**

The street address of the registered agent, Troy Simmons, is 4242 S Eagleson Ave., Boise ID 83705, or such other place as may be determined by the Board of Directors. The mailing address for correspondence of the registered agent is; 4242 S Eagleson Ave., Boise ID 83705.

**ARTICLE IV.
BOARD OF DIRECTOR(S)**

The number of directors constituting the Board of Directors of the Corporation is two (2), and the name and address of each person who is to serve as a director until the first annual meeting of shareholders or until the election and qualification of a successor(s) is as follows:

NAME	ADDRESS
Troy Simmons	4242 S Eagleson Ave., Boise ID 83705
Carol Simmons	4242 S Eagleson Ave., Boise ID 83705

Upon the unanimous approval by the members of the Board of Directors then duly elected and qualified, the Board of Directors may be dissolved and the business and affairs of the Corporation thereafter managed by such other person or persons designated by the Board of Directors at the time of said dissolution. Such other person or persons empowered by the Board of Directors to manage the Corporation shall have all rights and powers of the Board of Directors as provided in the Act, these Articles and/or by the By-Laws of the Corporation.

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No Director serving as a member of the Board of Directors of the Corporation shall have any personal liability to the Corporation or its shareholders for monetary damages for breach of a fiduciary duty as a director, provided that this provision shall not eliminate or limit the liability of a director for; (i) any breach of the director's duty of loyalty to the Corporation or its shareholders, (ii) acts or omissions not in good faith or which involve Intentional misconduct or a knowing violation of law, (iii) any transaction from which the director derived an improper personal benefit, or (iv) or as provided for under Idaho law.

**ARTICLE V.
MAILING ADDRESS**

The mailing address of the Corporation is; 4242 S Eagleson Ave., Boise ID 83705.

**ARTICLE VI.
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE VII.
SHARES**

The Corporation is authorized to issue one class of stock to be designated as Common Stock. The initial par value per share shall be \$0.10, and there shall be 5,000,000 shares approved by the Corporation.

There shall be no pre-emptive rights entitling the existing shareholders to acquire unissued or treasury shares of the Corporation or other securities of the Corporation convertible into such shares or carrying a right to subscribe to or acquire such shares.

**ARTICLE VIII.
DIVIDENDS AND DISTRIBUTION FROM CAPITAL SURPLUS**

The Board of Directors may declare dividends on its issued and outstanding common stock payable in cash, property or its own shares except when the Corporation is insolvent or when the payment thereof would render the Corporation insolvent.

The Board of Directors may distribute to its shareholders out of the capital surplus of the Corporation a portion of its assets, in cash, or property subject to the restrictions contained in Idaho Code 30-29-640 as it now exists or may be hereafter amended.

**ARTICLE IX.
POWERS, PREFERENCES, RIGHTS, AND LIMITATION**

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The relative powers, preferences, special rights, qualifications, limitations and restrictions granted to or imposed on the respective classes of the shares of capital stock or the holders thereof are as follows:

1. Dividends

(a) Dividends Noncumulative. Dividends on shares of Common Stock shall be payable when, as and if declared by the Board of Directors of the Corporation, and shall not be cumulative, and no right shall accrue to holders of Common Stock under this Section by reason of the fact that dividends on said shares are not declared in any prior period.

2. Liquidation Preference.

In the event of any liquidation, dissolution, or winding up of the Corporation, either voluntary or involuntary, distributions to the shareholders of the Corporation shall be made in the following manner:

(a) Stock Distribution. The holders of Common Stock shall be entitled to receive the remaining assets, after all obligations have been satisfied, of the Corporation pro rata based upon the number of shares of Common Stock held.

(c) Reorganization or Merger. A merger or reorganization of the Corporation with or into any other Corporation or Corporations or a sale of all or substantially all of the assets of the Corporation, in which transaction the Corporation's shareholders immediately prior to such transaction own immediately after such transaction less than 50% of the equity securities of the surviving Corporation or its parent, shall be deemed to be a liquidation within the meaning of this Section 2.

(d) Noncash Distributions. If any of the assets of the Corporation are to be distributed other than in cash under Section (c) above or for any purpose, then the board of directors of the Corporation shall promptly engage independent competent appraisers to determine the value of the assets to be distributed to the holders of Preferred Stock. The Corporation shall, upon receipt of such appraiser's valuation, give prompt written notice to each holder of shares of Preferred Stock of the appraiser's valuation. Notwithstanding the above, any securities to be distributed to the stockholders shall be valued as follows:

(i) If traded on a securities exchange or the Nasdaq National Market, the value shall be deemed to be the average of the closing prices of the securities on such exchange, or the last reported sale prices on the Nasdaq National Market as the case may be, over the 30-day period ending three (3) business days prior to the closing;

(ii) If actively traded over-the-counter (other than on the Nasdaq National Market), the value shall be deemed to be the average of the closing bid prices over the 30-day period ending three (3) business days prior to the closing; and

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(iii) If there is no active public market, the value shall be the fair market value thereof, as mutually determined by the Corporation and the holders of not less than a majority of the outstanding shares of Preferred Stock, provided that if the Corporation and the holders of a majority of the outstanding shares of Preferred Stock are unable to reach an agreement, then by independent appraisal by an investment banker hired and paid by the Corporation, but acceptable to the holders of at least a majority of the outstanding shares of Preferred Stock.

3. Residual Rights.

All rights accruing to the outstanding shares of the Corporation not expressly provided for to the contrary herein shall be vested with the Common Stock.

**ARTICLE X.
INITIAL PRINCIPLE PLACE OF BUSINESS**

The address of the initial principle place of business of the Corporation shall be 4242 S Eagleson Ave., Boise ID 83705. In its sole discretion the Board of Directors may from time to time change the principle place of business.

**ARTICLE XI.
INDEMNIFICATION**

1. Limitation of Directors' Liability.

The liability of the directors of this Corporation for monetary damages shall be eliminated to the fullest extent permissible under Idaho law.

2. Indemnification of Corporate Agents.

This Corporation is authorized to indemnify the directors and officers of the Corporation to the fullest extent permissible under Idaho law.

3. Repeal or Modification.

Any repeal or modification of the foregoing provisions of this Article IV by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

**ARTICLE XII.
S-CORPORATION**

1. S-Corporation Election.

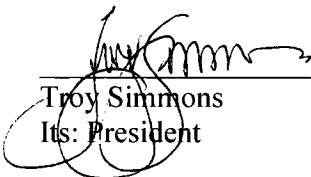
The Corporation shall make an S-Corporation election with the IRS. All of the

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corporation's issued shares of stock, of all classes, shall be held of record by not more than 35 persons.

Signature(s) of Officers(s)

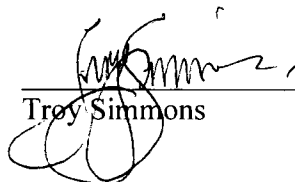
Dated: _____



Troy Simmons
Its: President

Signature of Registered Agent

Dated: _____



Troy Simmons