



**CERTIFICATE OF INCORPORATION
OF**

A MATTRESS SHOP, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: July 12, 1988



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Angela H. H. H.*

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION

OF

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A MATTRESS SHOP, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

I.

The name of the corporation is A MATTRESS SHOP, INC.

II.

The period of duration is perpetual.

III.

The purpose or purposes for which the corporation is organized are: The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV.

The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100) of One Dollar \$1.00 par value.

V.

Provisions denying preemptive rights are: None.

VI.

Provisions for the regulation of the internal affairs of the corporation are: with the Board of Directors.

ARTICLES OF INCORPORATION - P. 1

VII.

The address of the initial registered office of the corporation is 425 North Lee, Idaho Falls, ID 83401 and the name of the initial registered agent at such address is Evan G. Smith.

VIII.

The number of directors constituting the initial Board of Directors of the corporation can be up to seven (7), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Evan G. Smith	385 Holbrook Idaho Falls, ID 83401
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Barbara Smith	385 Holbrook Idaho Falls, ID 83401
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IX.

The name and address of each incorporator is:

Evan G. Smith	385 Holbrook Idaho Falls, ID 83401
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Barbara Smith	385 Holbrook Idaho Falls, ID 83401
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Dated this 9 of July, 1988.


(NAME)


(NAME)