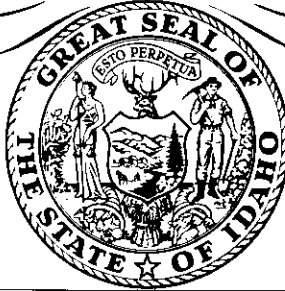


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

THE PREMIER BEDDING CO., INC.

was filed in the office of the Secretary of State on the **Nineteenth** day of **July**, A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **124** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Nampa** in the County of **Canyon**.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **19th** day of **July**,
A.D. 19**63**

ARTICLES OF INCORPORATION OF
THE PREMIER BEDDING CO., INC.,

Know all men by these presents, that, we the undersigned, all of whom are of full legal age and bona fide residents of the State of Idaho, and citizens of the United States, and who desire to and have this day voluntarily associated ourselves together for the purposes of forming a corporation under and by virtue of the laws of the State of Idaho, and we do hereby certify as follows:

ARTICLE I.

That the name of this corporation is THE PREMIER BEDDING CO., INC.,

ARTICLE II.

That the purposes for which and for any of which this corporation is formed are:

1. To manufacture, sell, and distribute bed mattresses and to sell said mattresses at wholesale as dealers therein and to do all and everything necessary to the manufacture, sale, repair and distribution of said mattresses.
2. For the above purposes said corporation shall have the power to acquire, build, lease, own and operate in connection with its business such offices, warehouses, and have such other structures as may be necessary for the carrying on of such business and for the buying, selling, storing and handling any of the herein set out.
3. To purchase, take, lease, exchange, hire or otherwise acquire, any real and personal property or any rights or privileges therein, which this corporation may think necessary and convenient for the purpose of its business, and to buy, own and hold real property for the purpose of securing debts due to the corporation, and to sell and dispose of the same at will.

4. To purchase holdings, sell and transfer shares of its own stock, and capital stocks, bonds or other obligations of

extent and in such manner and upon such terms and conditions as the board of directors of this corporation shall determine in order to promote the purposes of this corporation.

5. To issue shares of stock of this corporation for cash, or other property, tangible or intangible, or necessary services actually rendered, or labor done.

ARTICLE III.

That this corporation shall have perpetual existence.

ARTICLE IV.

The location and post-office address of its registered office in the state of Idaho shall be KAMAH, IDAHO.

ARTICLE V.

That the amount of capital stock of this corporation is \$50,000.00 and the number of shares into which the same is divided is Five hundred of the par value of \$100.00; that such capital stock shall be classified as Common Stock; and each share of common stock shall have the same rights and shall be in all respects equal to each others share of common stock and shall have equal and full voting rights in said corporation.

ARTICLE VI.

That the number of Directors of this Corporation shall be five and the names and post-office addresses of each of the incorporators and a statement of the number of shares of common stock subscribed by each of them are as follows:

NAME	RESIDENCE	NO. OF SHARES
JACK V. MADISON	KAMAH, IDAHO	15 shares
LEON R. HALEY	KAMAH, IDAHO	15 shares
T. C. BUCKLEY	CAMDEN, IDAHO	15 shares
R.O. JAMESON		75 shares
W. H. JAMESON		75 shares

IN WITNESS WHEREOF, we, the undersigned, being each of the original subscribers of the capital stock hereinabove named for the purpose of forming the corporation to do business both within and without the State of Idaho, and pursuant to the laws of the State of Idaho, do make and file this certificate, hereby declaring and certifying that the facts stated are true and accordingly have set our hands hereto this 27th day of June, 1963.

Jack V. Madison
Leon K. Jones
T. C. Blacker
L. C. Russell

State of Idaho)

County of Canyon) ss:

On this 27th day of June, 1963, before me the undersigned Notary Public, in and for the State of Idaho, personally appeared Jack V. Madison, Leon K. Jones, T. C. Blacker, ~~and L. C. Russell~~, and L. C. Russell, known to me to be the persons whose names appear subscribed to the foregoing instrument, and they acknowledged to me that they executed the same.

In WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first hereinabove written.

Notary Public for Idaho
Residing at Idaho