

Commonwealth of Kentucky
Elaine N. Walker, Secretary of State

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Elaine N. Walker
Secretary of State
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Elaine N. Walker
Secretary of State
P. O. Box 1150
Frankfort, KY 40602-1150
(502) 564-3490
<http://www.sos.ky.gov>

**Annual Report
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ARP

Company: TEMPUR-PEDIC INTERNATIONAL INC.
Company ID: 0545140
State of origin: Delaware
Formation date: 9/24/2002 12:00:00 AM
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Principal Office

1713 JAGGIE FOX WAY
LEXINGTON, KY 40511

Registered Agent Name/Address

C T CORPORATION SYSTEM
306 W MAIN ST
SUITE 512
FRANKFORT, KY 40601

Current Officers

CEO	Mark Sarvary	1713 Jaggie Fox Way Lexington, KY 40511
CFO	Dale E Williams	1713 Jaggie Fox Way Lexington, KY 40511
Treasurer	William H Poche	1713 Jaggie Fox Way Lexington, KY 40511

Directors

Director	Christopher Masto	One Maritime Plaza, Suite 2200 San Francisco CA 94111
Director	P. Andrews McLane	John Hancock Tower, 56th Floor, 200 Clarendon Street Boston, MA 02116
Director	Francis A. Doyle	One International Place, Fort Hill Square Boston, MA 02110
Director	Robert B. Trussell, Jr.	167 West Main Street, Suite 1500 Lexington, KY 40507
Director	Paul Judge	88 The Panoramic, Grosvenor Road London SW1V 3JL England
Director	Nancy Koehn	Soldiers Field, Rock Center 110 Boston, MA 02163
Director	Peter Hoffman	118 Deer Path Lane Weston, MA 02493
Director	John Heil	7794 Five Mile Road, Suite 190 Cincinnati, OH 45230
Director	Evelyn Dilsaver	1713 Jaggie Fox Way, Lexington, KY 40511

Signatures

Signature	Dale E. Williams
Title	CFO