



For the Rest of Your LifeSM

January 29, 2008

State of Rhode Island
Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

Re: Sleepy's Reorganization, Inc.
ID # 150394
DECREASE in Preferred Authorized Shares

Dear Sir or Madam:

Please be advised that the previously reported amounts PREFERRED ("PWP") shares have decreased to zero:

Previously Reported:
Preferred "PWP" PV \$0.01 Authorized Shares 5,000,000.00

Presently:
Preferred "PWP" Authorized Shares Zero

Per discussion with Jean of the Secretary of State's Office, a check for \$10.00 is enclosed to effectuate this decrease.

If there are any further questions regarding this matter please direct them to me by return mail or to our Director of Taxes, Paul F Bulzacchelli, at 516-844-8800 x 7530 or by e-mail at pbulzacchelli@sleepys.com.

Thank you for your assistance in this matter.

Sincerely,


Joseph Graci
Chief Financial Officer
Sleepy's Reorganization, Inc.

cc: P Bulzacchelli
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FILED

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By AMF

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SECRETARY OF STATE
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