

RICHARD C. WILLIAMS, JR., P.A.
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6337 GRAND BOULEVARD
NEW PORT RICHEY, FLORIDA 34652

RICHARD C. WILLIAMS, JR.

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RICHARD C. WILLIAMS, SR.
OF COUNSEL

April 19, 2000

CERTIFIED MAIL- RETURN RECEIPT REQUESTED

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attn: Corporate Records

BEDL Corporation

100003221931--2
-04/24/00--01171--016
*****78.75 *****78.75

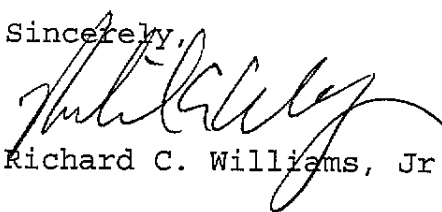
Dear Sir or Madam:

Enclosed for filing with your office are the original and one (1) copy of the Articles of Incorporation for the above-captioned corporation. Also enclosed is a check in the amount of \$78.75 representing payment of the following:

Filing fee	\$ 35.00
Certified copy fee	8.75
Registered Agent fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Sincerely,


Richard C. Williams, Jr.

RCW, JR./mss
Enclosures

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TALLAHASSEE, FLORIDA

CC

ARTICLES OF INCORPORATION

OF

BEDL CORPORATION

ARTICLE I - NAME

The name of this Corporation is BEDL Corporation.

ARTICLE II - PRINCIPAL OFFICE AND
MAILING ADDRESS OF CORPORATION

The address of the principal office of the Corporation is 6337 Grand Boulevard, New Port Richey, Florida 34652, and the mailing address of the Corporation is the same.

ARTICLE III - DURATION

The Corporation shall have a perpetual existence.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be 6337 Grand Boulevard, New Port Richey, Florida 34652, and the initial registered agent of this Corporation at such office shall be Richard C. Williams, Jr., Esq., who upon accepting this designation agrees to comply with the provisions of Section 48.091,

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Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

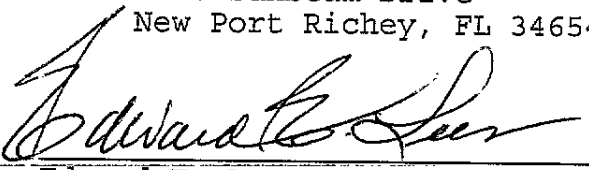
The initial Board of Directors shall consist of five (5) members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than seven. The names and addresses of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Leonard W. Casson	3317 Cochise Drive Pittsburgh, PA 15241
Edward E. Lees	9530 Sunbeam Drive New Port Richey, FL 34654
Walter A. Casson, Jr.	5522 Carlton Rd. New Port Richey, FL 34652
Robert E. Youakim	6043 Lafayette Avenue New Port Richey, FL 34652
William W. Edgar	18400 Bowman Rd. Spring Hill, FL 34610

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Edward E. Lees	9530 Sunbeam Drive New Port Richey, FL 34654


Edward E. Lees
Incorporator

STATE OF FLORIDA)
)
COUNTY OF PASCO) SS.

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pasco to take acknowledgments, personally appeared Edward E. Lees, who is personally known to me or who has produced n/a - personally known as identification, and who executed the foregoing Articles of Incorporation of BEDL Corporation, and he acknowledged before me that he executed the same this 19th day of April, 2000.

Michele S. Scheerbaum

Notary Public

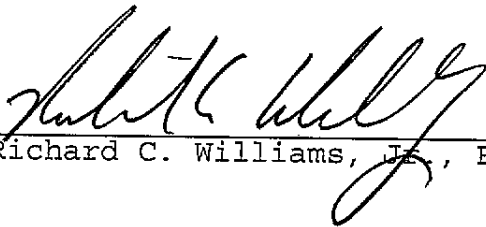
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BEDL Corporation, at the place designated in the Articles of Incorporation, Richard C. Williams, Jr., Esq., agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: April 19, , 2000.


Richard C. Williams, Jr., Esq.

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