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TRANSMITTAL LETTER

Department of State
Division of Corporations
Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32399

SUBJECT: BEDZ, INC.

FROM:

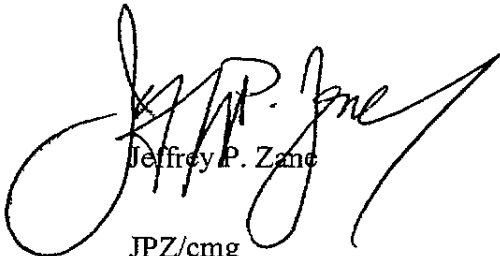
Jeffrey P. Zane, Esquire
Jeffrey P. Zane, P.A.
4800 Riverside Drive
Suite 101
Palm Beach Gardens, Florida 33410

For further information concerning this matter, please call Jeffrey P. Zane, Esquire at (561) 627-1277.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for:

\$78.75 for Filing Fee & Certificate of Status & Certified Copy.

Sincerely,

A large, stylized handwritten signature in black ink, appearing to read 'JPZ' followed by a flourish.

Jeffrey P. Zane

JPZ/cmg

encl.

**ARTICLES OF INCORPORATION
OF
BEDZ, INC.**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 MAR 18 PM 1:32

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: BEDZ, INC..

ARTICLE II

The street address of the principal office of the Corporation is: c/o Mr. Barry Gorstein, 3550 Chesapeake Circle, Boynton Beach, FL 33436.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV

The initial street address of the Corporation's registered office is: 4800 Riverside Drive, Suite 101, Palm Beach Gardens, Florida, 33410. The initial registered agent for the Corporation at that address is: Jeffrey P. Zane.

ARTICLE V

The initial board of directors shall consist of one member. This number may be increased or decreased from time to time in accordance with the Corporations's bylaws, but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

Name	Address
Barry Gorstein	3550 Chesapeake Circle Boynton Beach, Florida 33436

ARTICLE VI

The name and street address of the person signing these articles of incorporation is:

Name

Address


Barry Gorstein

3550 Chesapeake Circle
Boynton Beach, Florida 33436

ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.

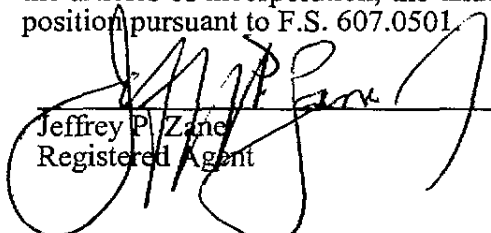


Barry Gorstein
Incorporator

3-17-04
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BEDZ, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


Jeffrey P. Zane
Registered Agent

3/17/04
Date