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LAW OFFICES OF L. BYRON REID, CHARTERED

109 Harrison Avenue
P. O. Box 607 (32402)
Panama City, Florida 32401

Telephone: (850) 913-8800

July 13, 2000

Facsimile: (850) 784-0012

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-07/17/00--01141--017
*****78.75 *****78.75

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

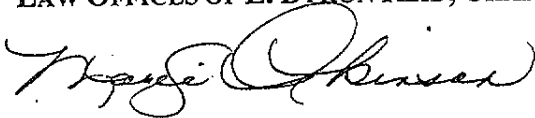
IN RE: MDWEAR.COM

Enclosed you will find the original and one copy of the Articles of Incorporation and Designation and Acceptance of Resident Agent for Mdwear.com. Also enclosed is our check number 3953 in the amount of \$78.75 to cover costs of registration fees and one certified copy. A self-addressed, stamped envelope is enclosed for your convenience in returning the certified copies to our office.

Thank you for your attention to this matter. Should you have any questions or require additional information, please don't hesitate to contact our office.

Sincerely,

LAW OFFICES OF L. BYRON REID, CHARTERED



Margie Atkinson
Legal Assistant

/mna

Enclosures: As Stated

FILED
00 JUL 17 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION
OF
MDWEAR.COM, INC.

00 JUL 17 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, hereby act as incorporators in adopting and filing articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of this corporation is Mdwear.com, Inc.

ARTICLE II

The existence of the corporation shall begin on the date of filing of the Articles of Incorporation.

ARTICLE III

The street address of the principal office of the corporation is 56 Spires Lane, #14, Santa Rosa Beach, Fl 32549.

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is 10,000, par value \$1.00 per share, all of which shall be common stock. 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 V

The initial street address of the corporation's registered office is 109 Harrison Avenue, Panama City, Florida 32401. The initial registered agent for the corporation at that address is L. Byron Reid.

ARTICLE VI

The names and street addresses of the incorporators of these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Sherrill R. Wilkerson	56 Spires Lane, #14 Santa Rosa Beach, FL 32549

Jerrund T. Wilkerson

8865 Eves Road
Roswell, GA 30076

Chris McGoogan

233 Emerald Vista Way
La Vegas, NV 89144

Shelia Grimes

4155 Gateswalk Drive
Vinings, GA 30080

The undersigned have executed these articles of incorporation on July 12, 2000.

[Signature]
Witness

[Signature]
Sherrill R. Wilkerson

[Signature]
Witness

STATE OF FLORIDA
COUNTY OF BAY

SWORN TO AND SUBSCRIBED before me on July 12, 2000 by Sherrill R. Wilkerson,
who is personally known to me or has produced N/A as identification.

[Signature]

Notary Public, State of Florida
Margaret N. Atkinson
MY COMMISSION # CC933831 EXPIRES
June 19, 2004

BONDED THRU TROY FAIR INSURANCE, INC.
Printed Name of Notary

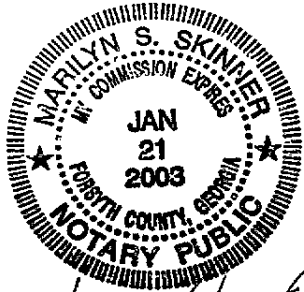
[Signature]
Witness

[Signature]
Jerrund T. Wilkerson

[Signature]
Witness

STATE OF GEORGIA
COUNTY OF FORSYTHE

SWORN TO AND SUBSCRIBED before me on June 9, 2000 by Jerrund T. Wilkerson,
who is personally known to me or has produced GA Dr License as identification.



Marilyn Skinner
Notary Public, State of Georgia

Marilyn Skinner
Printed Name of Notary

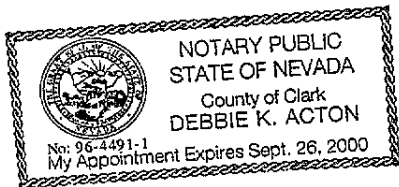
Jack Rauer
Witness

Chris McGoogan
Chris McGoogan

[Signature]
Witness

STATE OF NEVADA
COUNTY OF CLARK

SWORN TO AND SUBSCRIBED before me on 6-5-00 by Chris McCoogan, who
is personally known to me or has produced Drivers license as identification.



Debbie K Acton
Notary Public, State of Nevada

Debbie K Acton
Printed Name of Notary

[Signature]
Witness

Shelia Grimes
Shelia Grimes

[Signature]
Witness

STATE OF GEORGIA
COUNTY OF DEKALB

SWORN TO AND SUBSCRIBED before me on 7/7/2000 by Shelia Grimes, who
is personally known to me or has produced DRIVERS LICENSE as identification.

Patricia McGee
Notary Public, State of Georgia

PATRICIA MCGEE
Printed Name of Notary

MY COMMISSION EXPIRES
SEPTEMBER 3RD 2001

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

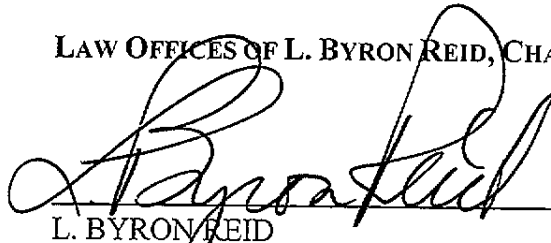
UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is Mdwear.com, Inc.
2. The name and address of the registered agent and office is:

L. Byron Reid
Law Offices of L. Byron Reid, Chartered
109 Harrison Avenue
Panama City, FL 32401

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept all the obligations of my position as registered agent.

LAW OFFICES OF L. BYRON REID, CHARTERED



L. BYRON REID
109 Harrison Avenue
Panama City, Florida 32401

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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