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TALLAHASSEE, FLORIDA

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[Signature]



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August 26, 2003

Via Overnight Mail

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 AUG 29 AM 11:26

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Re: Articles of Organization for Authentic Licensing Company, LLC
Articles of Incorporation for LTR Medical Management Group, Inc.

Dear Sir or Madam:

I have enclosed (i) the Articles of Organization for Authentic Licensing Company, LLC (along with the certificate of designation of the registered agent for this entity), (ii) the Articles of Incorporation for LTR Medical Management Group, Inc. (along with the certificate of designation of the registered agent for this entity), and (iii) a check in the amount of \$195.00 for the applicable filing fees. The filing fees were computed as \$125.00 for filing the Articles of Organization and designation of registered agent for Authentic Licensing Company, LLC, and \$70.00 for filing the Articles of Incorporation and designation of registered agent for LTR Medical Management Group, Inc.

Please file stamp the enclosed copies of the Articles of Organization for Authentic Licensing Company, LLC and the Articles of Incorporation for LTR Medical Management Group, Inc., and return these copies in the enclosed self addressed stamped envelope. Should you have any questions or comments, please do not hesitate to call me at (904) 567-1062.

Best regards,

Thomas J. Fraser, Jr.

Enclosures

ARTICLES OF ORGANIZATION
OF
AUTHENTIC LICENSING COMPANY, LLC

Pursuant to § 608.407 of the Florida Limited Liability Company Act, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I
NAME

The name of the limited liability company (the "Company") is AUTHENTIC LICENSING COMPANY, LLC.

ARTICLE II
DURATION

Unless earlier terminated pursuant to the Act or the Operating Agreement of the Company (as defined in §608.402(24) of the Act), the period of its duration shall be perpetual.

ARTICLE III
ADDRESS

The mailing and street address of the principal office of the Company shall be 240 Ponte Vedra Park Drive, Suite 150, Ponte Vedra Beach, FL 32082.

ARTICLE IV
REGISTERED AGENT AND OFFICE

The initial registered office of the Company shall be 240 Ponte Vedra Park Drive, Suite 150, Ponte Vedra Beach, FL 32082, and its initial registered agent at such office shall be Thomas J. Fraser, Jr.

ARTICLE V
ADDITIONAL MEMBERS

Additional members (as the term "member" is defined in § 608.402 (21) of the Act) may be admitted at such times and on such terms and conditions as provided in the Operating Agreement of the Company.

**ARTICLE VI
CONTINUATION OF BUSINESS**

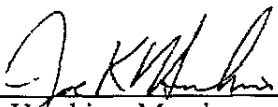
The remaining members of the Company may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event which terminates the continued membership of the member or members in the Company as provided in the Act or the Operating Agreement of the Company.

**ARTICLE VII
MANAGEMENT OF THE COMPANY**

The Company will be managed by its members in accordance with and subject to the requirements of the Act and Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned members of the Company have executed these Articles of Organization on behalf of the Company in accordance with § 608.407 of the Act.

Dated this 26th day of August, 2003.



Joe K. Hawkins, Member

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED OFFICE
AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS
WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

AUTHENTIC LICENSING COMPANY, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Thomas J. Fraser, Jr. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 240 Ponte Vedra Park Drive, Suite 150, Ponte Vedra Beach, FL 32082.

Dated this 26th day of August, 2003.

AUTHENTIC LICENSING COMPANY, LLC

By: _____

Joe K. Hawkins, Member

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SECRETARY OF
TALLAHASSEE, FLORIDA

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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 the obligations of my position as registered agent.

Dated this 26th day of August, 2003.

Thomas J. Fraser, Jr.