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LAW OFFICE OF C. RANDOLPH COLEMAN, P.A.
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EFFECTIVE DATE
3-10-00

FILED
00 MAR 13 AM 7:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

March 10, 2000

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

Re: Attitudepump.com Inc.

Dear Sir or Madam:

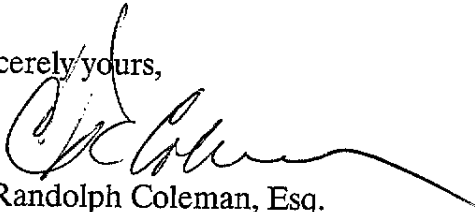
Enclosed please find the original and one copy of the Articles of Incorporation for a new corporation, Attitudepump.com Inc., together with our check in the amount of \$78.75 in payment of the appropriate filing fees, allocated as follows:

Filing Fee and Resident Agent Certificate:	\$70.00
Certified Copy:	\$ 8.75

I would appreciate your filing same and returning a certified copy to the undersigned, together with the appropriate charter number.

Your assistance in this matter is greatly appreciated.

Sincerely yours,


C. Randolph Coleman, Esq.

CRC/drt

Enclosures

RECEIVED

MAR 21 2000

ARTICLES OF INCORPORATION
OF
ATTITUDEPUMP.COM INC.

EFFECTIVE DATE
3-10-00

FILED
00 MAR 13 AM 7:26
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be: ATTITUDEPUMP.COM INC.

ARTICLE II
DURATION

The corporation shall exist in perpetuity.

ARTICLE III
PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

The corporation is authorized to issue 10,000,000 shares of nonpar value voting common stock which shall be designated "Common Shares".

ARTICLE V
RIGHT OF SHARES OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one vote. Nothing in these Articles shall be construed to allow cumulative voting of shares.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The initial Registered Agent is C. Randolph Coleman, 9250 Baymeadows Road, Suite 230, Jacksonville, Florida 32256 and the initial principal Office of the corporation is 1600 West New York Avenue, Deland, Florida 32720.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have two Director(s) initially. The number of Directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The name and address of the initial Director(s) is (are):

<u>NAME</u>	<u>ADDRESS</u>
John Terhune	1600 West New York Avenue Deland, Florida 32720
Marshall Douglas	86 North 5th Street Lake City, Florida 32056-2648

ARTICLE VII
INCORPORATION

The name and address of the person signing these Articles as incorporator is: C. Randolph Coleman, 9250 Baymeadows Road, Suite 230, Jacksonville, FL 32256.

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI
COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence March 10, 2000

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this day 10th of March, 2000.

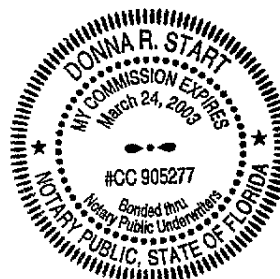
C. Randolph Coleman
C. Randolph Coleman, Esq.

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this
10th day of March, 2000, by C. Randolph Coleman who is personally known to
me or who has produced Florida Drivers License as identification and who did (did not) take
an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at
Jacksonville, Duval County, Florida, this day 10th of March 2000.

Donna R. Start
Notary Public, State of Florida, at Large.
My Commission Expires:

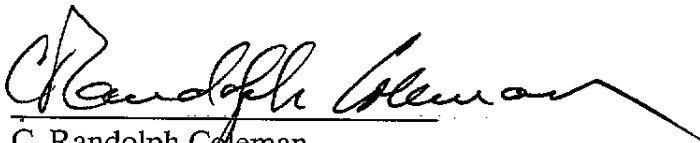


**CERTIFICATE OF DESIGNATION
REGISTERED AGENT\REGISTERED OFFICE**

Attitudepump.com Inc., a Florida corporation, with its principal office, as indicated in the articles of incorporation, has named C. Randolph Coleman, 9250 Baymeadows Road, Suite 230, Jacksonville, County of Duval, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named Registered Agent and to accept service of process for the above corporation at the place designated in this certificate, I hereby 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.


C. Randolph Coleman
Dated this 10th day of February, 2000.
March

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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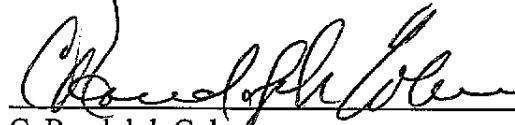
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**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to §48.091, Florida Statutes, the following is submitted by unanimous written consent of the Members:

That ATTITUDEPUMP.COM INC., a corporation duly organized and existing under the laws of the State of Florida, with its registered office being at 9250 Baymeadows Road, Suite 230, Jacksonville, FL 32256, County of Duval, State of Florida, has named C. RANDOLPH COLEMAN, ESQUIRE, as its registered agent at such office to accept service of process within this state.

ATTITUDEPUMP.COM INC.
By C. RANDOLPH COLEMAN
SECRETARY

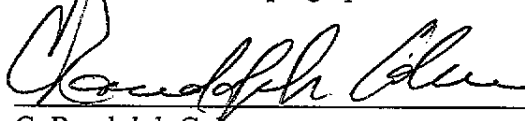

C. Randolph Coleman

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00 MAR 13 AM 7:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Date: March 10, 2000

ACCEPTANCE

Having been named to accept service of process for the above-stated limited liability company, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping open said office.


C. Randolph Coleman