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FILED
01 JAN -2 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FL 32314

December 26, 2000

Ms. Wanda Cunningham
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation for Worldwide Brands, Inc.

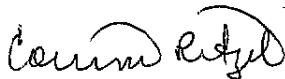
Dear Ms. Cunningham:

Enclosed please find two copies of the Articles of Incorporation for the above referenced corporation. As we discussed today, please process the filing of these articles as quickly as possible. We have included a return envelope for overnight delivery.

Also enclosed is a check in the amount of \$87.50 in satisfaction of the Filing Fee, Certified Copy and Certificate of Status.

Please call me at 407-877-0970 should you have any questions regarding these articles. Thank you very much for your assistance and personal attention.

Sincerely,



Corrine Ritzel
16603 Bay Club Drive
Clermont, FL 34711

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HPC

ARTICLES OF INCORPORATION

ARTICLE I: The name of the corporation shall be: Worldwide Brands, Inc.

ARTICLE II: The principal place of business/mailling address is:
16603 Bay Club Drive, Clermont, Florida 34711

ARTICLE III: The corporation is organized for the purpose of transacting internet sales
of products to be drop shipped by affiliate distributors

ARTICLE IV: The corporation is authorized to issue 1,000 shares of stock

ARTICLE V: The name and address of the initial officers and directors is:

Corrine Ritzel, president, director
16603 Bay Club Drive
Clermont, FL 34711

ARTICLE VI: The name and address of the registered agent is:

Corrine Ritzel
16603 Bay Club Drive
Clermont, FL 34711

ARTICLE VII: The name and address of the incorporator is:

Corrine Ritzel
16603 Bay Club Drive
Clermont, FL 34711

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Corrine Ritzel 12/26/00
Corrine Ritzel, Registered Agent Date

Corrine Ritzel 12/26/00
Corrine Ritzel, Incorporator Date

FILED
01 JAN -2 AM 9:43
SECRETARY OF STATE
TALLAHASSEE FL 32399