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Mark A. Schaum  
E-mail: mschaum435@aol.com

June 17, 2002

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-06/21/02-01017-002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

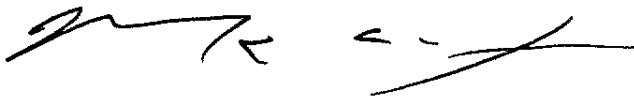
Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: GDM, Inc.

Dear Sir or Madame:

Enclosed for filing please find an original and two copies of the Articles of Incorporation for the above-referenced corporation together with our firm's check in the amount of \$70.00. Please forward a date-stamped copy of the articles to the undersigned in the prepaid envelope provided. Thank you for your assistance with this matter. Please do not hesitate to call our office if you have any questions..

Very truly yours,



Mark A. Schaum, Esquire

MAS/dar  
Enc.

cc: Glenn M. Mednick, Esquire

FILED  
02 JUL - 8 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
W02/88

D. WHITE JUL - 9 2002



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 24, 2002

MARK A. SCHAUM, ESQ.  
2300 CORPORATE BLVD, NW, STE 137  
BOCA RATON, FL 33431

SUBJECT: GDM, INC.  
Ref. Number: W02000018263

We have received your document for GDM, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White  
Document Specialist  
New Filings Section

Letter Number: 402A00040462

ARTICLES OF INCORPORATION

OF

MEDKIDCO, INC.

FILED

02 JUL -8 PM 12:18

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MEDKIDCO, INC.

The address of the principal office of this corporation shall be 2200 Corporate Boulevard Suite 135, Boca Raton, Florida 33431, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2200 Corporate Boulevard, Suite 315, Boca Raton, Florida 33431, and the name of the initial registered agent of the corporation at that address is Glenn M. Mednick.

ARTICLE V. TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Article of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Glenn M. Mednick, Director  
2200 Corporate Boulevard, Suite 135  
Boca Raton, Florida 33431

Marci Kagan, Director  
1307 S.E. 2<sup>nd</sup> Street  
Fort Lauderdale, Florida 33301

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Glenn M. Mednick, President and Treasurer  
2200 Corporate Boulevard, Suite 135  
Boca Raton, Florida 33431

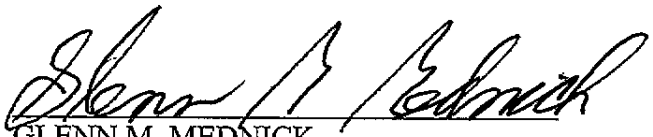
Marci Kagan, Vice President and Secretary  
1307 S.E. 2<sup>nd</sup> Street  
Fort Lauderdale, Florida 33301

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Glenn M. Mednick  
2200 Corporate Boulevard, Suite 135  
Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned, Glenn M. Mednick, has hereunto set his hand and seal, on this 12<sup>th</sup> day of June, 2002.

  
GLENN M. MEDNICK

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF INCORPORATION

Glenn M. Mednick, having a business office address of 2200 Corporate Boulevard, Suite 315, Boca Raton, Florida 33431, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
GLENN M. MEDNICK

FILED  
02 JUL -8 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA