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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 MAY 10 PM 3:40

APPROVED
AND
FILED

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MDI TECHNOLOGIES, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Brashear, Marsh, Kurdziel & McCarty, P.L. c/o Rebekah M. Kurdziel

Name (Printed or typed)

926 NW 13th Street

Address

Gainesville, Florida 32601

City, State & Zip

352-336-0800

Daytime Telephone number

fallon@medint.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

APPROVED
AND
FILED

ARTICLES OF INCORPORATION
OF
MDI TECHNOLOGIES, INC.

10 MAY 10 PM 3:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this Corporation is MDI Technologies, Inc. (referred to as the "Corporation").

ARTICLE II
PRINCIPAL OFFICE

The address of the principal office of the Corporation is 90 Fort Wade Road, Ponte Vedra, Florida 32081.

ARTICLE III
DURATION

The period of duration of this Corporation shall be perpetual, until dissolved in accordance with its By-Laws or the Florida Statute.

ARTICLE IV
PURPOSE

The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act.

ARTICLE V
CAPITAL STOCK

This Corporation is authorized to issue ten thousand (10,000) shares of common stock with a par value of \$0.00001 per share.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 90 Fort Wade Road, Ponte Vedra, Florida 32081, and the name of the initial registered agent of this Corporation is Fallon Gorman.

ARTICLE VII
INITIAL OFFICERS AND BOARD OF DIRECTORS

The Corporation shall have three (3) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one (1). The names and addresses of the initial Officers and Directors of this Corporation are:

Richard Willich
90 Fort Wade Road
Ponte Vedra, FL 32081

Director, President

Théodore Willich
90 Fort Wade Road
Ponte Vedra, FL 32081

Director, Vice President

Fallon Gorman
90 Fort Wade Road
Ponte Vedra, FL 32081

Director, Treasurer

Daniel L. Stoll
90 Fort Wade Road
Ponte Vedra, FL 32081

Secretary

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles is Richard Willich, 90 Fort Wade Road, Ponte Vedra, Florida 32081.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation this 14th day of April, 2010.

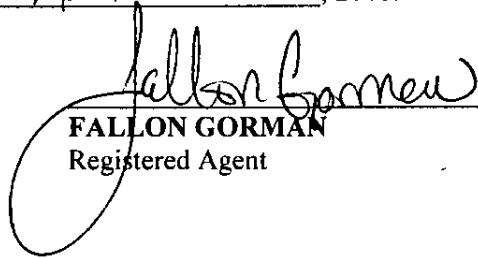


RICHARD WILLICH
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated 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 as provided for in Florida Statutes Chapter 607.

Dated this 14th day of April, 2010.



FALLON GORMAN
Registered Agent

10 MAY 10 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED