



3.14 01

To the Honorable Commissioner of Pa

101675056

original documents or copy thereof.

1. Name of conveying party(ies):

Refrigiwear Inc., a New York Corporation

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Refrigiwear, Inc.

Street Address: 54 Breakstone Drive
Dahlonega, Georgia 30533

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other:
- Merger
- Change of Name

Execution Date: December 21, 1998

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Georgia
- Other:

4

If assignee is not domiciled in the Unites States, a domestic representative designation is attached yes no
Additional name(s) & address(es) attached? yes no

4. Application number(s) or registration number(s):

If this document is being filed together with a new application, the execution date of the application is:

- A. Trademark application No.(s)
- B. Trademark Registration Nos. See Attached Schedule A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Sarah Anne Keefe, Esq.
WOMBLE CARLYLE SANDRIGE & RICE, PLLC
Suite 3500
1201 West Peachtree Street
Atlanta, Georgia 30309
(404) 888-7398
(404) 870-2417 (fax)

6. Total number of trademark registrations involved: [4]

7. Total fee (37 CFR 3.41) \$115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number: 50-0517

(Attach duplicate copy of this page if paying by Deposit Account)

04/13/2001 JJALLAH2 00000013 KEEFE S

01 FC:481 40.00 DP
02 FE:482 75.00 DP

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

SARAH ANNE KEEFE

Name of Person Signing

Sarah Anne Keefe
Signature

March 12, 2001

Date

Docket No. R034.9000

Total number of pages including cover sheet, attachments, and document: [22]

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

SCHEDULE A

Registration No. 1,415,981

Registration No. 633,681

Registration No. 869,036

Registration No.,2,120,645

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 010170870
CONTROL NUMBER : K104774
DATE INC/AUTH/FILED: 03/18/1991
JURISDICTION : GEORGIA
PRINT DATE : 01/17/2001
FORM NUMBER : 215

WOMBLE CARLYLE SANDRIDGE & RICE
LISE SHETTLER
1201 W. PEACHTREE ST STE 3500
ATLANTA, GA 30309

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

REFRIGIWEAR, INC. A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



Cathy Cox
Secretary of State

TRADEMARK
REEL: 002279 FRAME: 0354

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 983630295
CONTROL NUMBER: 9104774
EFFECTIVE DATE: 12/31/1998
REFERENCE : 0045
PRINT DATE : 12/29/1998
FORM NUMBER : 411

PATTIE M. RIMAS
ALTMAN, KRITZER & LEVICK, P.C.
6400 POWERS FERRY RD. STE. 224
ATLANTA, GA 30339

CERTIFICATE OF MERGER

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:
REFRIGIWEAR, INC.
a Georgia corporation

Nonsurviving Entity/Entities:
REFRIGIWEAR, INC.
a New York corporation



Lewis A. Massey

TRADEMARK
REEL: 002279 FRAME: 0355

983630295

CERTIFICATE OF MERGER

OF

REFRIGIWEAR, INC.,
a New York corporation,

9402119

AND

REFRIGIWEAR, INC.,
a Georgia corporation,

9104114

INTO

REFRIGIWEAR, INC.,
a Georgia corporation,

Under Section 907 of the New York Business Corporation Law and
Section 14-2-1105 of the Georgia Business Corporation Code

Pursuant to the provisions of Section 907 of the New York Business Corporation Law (the "N.Y. Code") and Section 14-2-1105 of the Georgia Business Corporation Code (the "GA Code"), the undersigned corporations hereby execute the following Certificate of Merger:

I.

The names of the merging corporations are Refrigiwear, Inc., a New York corporation (the "Merged Corporation"), and Refrigiwear, Inc., a Georgia corporation (the "Surviving Corporation"). The Merged Corporation shall be merged with and into the Surviving Corporation effective as of 12:01 p.m., Eastern Standard Time, on December 31, 1998. The merger of the Merged Corporation with and into the Surviving Corporation has been duly and unanimously approved by all shareholders of each of the Merged Corporation and the Surviving Corporation, respectively, by means of affirmative unanimous written consents and is permitted by and in compliance with the GA Code (the laws of the state of incorporation of the Surviving Corporation) and the N.Y. Code (the laws of the state of incorporation of the Merged Corporation).

II.

Refrigiwear, Inc., a Georgia corporation, shall be the surviving corporation in the merger. The jurisdiction of its incorporation is Georgia, and the date of its incorporation therein is March 18, 1991. No application for authority to do business in the State of New York has been filed by

the New York Department of State with respect to the Surviving Corporation as the Surviving Corporation does not intend hereafter to conduct business within the State of New York. The Surviving Corporation is not to do business in the State of New York until such an application for authority has been filed by the New York Department of State. The Articles of Incorporation of the Surviving Corporation shall continue to be the Articles of Incorporation of said surviving corporation until further amended and changed in accordance with the provisions of the Georgia Business Corporation Code. There shall be no amendments or changes in the Articles of Incorporation of the Surviving Corporation which are to be effected by reason of the merger.

III.

The certificate of incorporation for Refrigiwear, Inc., a New York corporation, was filed by the New York Department of State on December 28, 1962.

IV.

Both the Merged Corporation and the Surviving Corporation have two classes of outstanding common stock, Class A Voting Common Stock and Class B Non-Voting Common Stock. Only the holders of the Class A Voting Common Stock are entitled to vote. The number of outstanding shares of each such class of stock for each corporation is as follows:

<u>Corporation</u>	<u>Number of Class A Shares</u>	<u>Number of Class B Shares</u>
Merged Corporation	30	2,970
Surviving Corporation	60	5,940

V.

The Surviving Corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation (i) of the Merged Corporation for which the Merged Corporation was previously amenable to suit in the State of New York and (ii) provided in the New York Business Corporation Law with respect to the right of shareholders of the Merged Corporation to receive payment for their shares against the Surviving Corporation.

VI.

The Surviving Corporation agrees that, subject to the provisions of Section 623 of the New York Business Corporation Law, it will promptly pay the shareholders of the Merged Corporation the amount, if any, to which the shareholders of the Merged Corporation are entitled

under the provisions of the New York Business Corporation Law relating to the right of shareholders to receive payment for their shares.

VII.

The Surviving Corporation designates the Secretary of State of the State of New York as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 of the New York Business Corporation Law in any action or special proceeding. The post office address to which such Secretary of State shall mail a copy of any process against the Surviving Corporation served upon it is:

Refrigiwear, Inc.
54 Breakstone Drive
Dahlonega, Georgia 30533
Attn: President

VIII.

The undersigned hereby certify that all fees and taxes (including penalties and interest) administered by the New York Department of Taxation and Finance which are now due and payable by the Merged Corporation have been paid and a cessation franchise tax report, estimated through December 31, 1998 (subject to amendment), has been filed by the Merged Corporation. The Surviving Corporation agrees that, within thirty days after the filing of this Certificate of Merger, it will file a final cessation franchise tax report and promptly pay to the New York Department of Taxation and Finance any and all fees and taxes (including penalties and interest), if any, due to such department by the Merged Corporation.

IX.

An executed copy of the Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, 54 Breakstone Drive, Dahlonega, Georgia 30533.

X.

A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation on request and without cost, to any shareholder of the Surviving Corporation or the Merged Corporation.

XI.

The merger shall be effective at 12:01 p.m., Eastern Standard Time on December 31, 1998.

IN WITNESS WHEREOF, each of the Merged Corporation and the Surviving Corporation has caused this Certificate of Merger to be executed in its name by its duly authorized officer as of this 21 day of December, 1998.

REFRIGIWEAR, INC.,
a New York corporation

By: Ronald Breakstone
Ronald Breakstone, President

REFRIGIWEAR, INC.,
a Georgia corporation

By: Ronald Breakstone
Ronald Breakstone, President

205898-1

Dec 28 10 21 AM '98

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SECRETARY OF STATE

TRADEMARK
REEL: 002279 FRAME: 0359

CERTIFICATE OF OFFICER
PURSUANT TO
O.C.G.A. SECTION 14-2-1105.1

The undersigned officers of REFRIGIWEAR, INC., a Georgia corporation (the "Corporation"), hereby certify that the Corporation has delivered the request for publication of a notice of filing of that certain Certificate of Merger of even date herewith effecting the merger of Refrigiwear, Inc., a New York corporation, with and into the Corporation, with the Corporation being the surviving entity, together with payment therefor, as required by Section 14-2-1105.1 of the Georgia Business Corporation Code.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed this Certificate as of the 21 day of December, 1998.

REFRIGIWEAR, INC.

By: Ronald Breakstone
Ronald Breakstone, President

Attest: Mark Silberman
Mark Silberman, Secretary

(CORPORATE SEAL)

207421-1

DEC 29 10 21 AM '98

SECRETARY OF STATE

TRADEMARK
REEL: 002279 FRAME: 0360

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 983510738
CONTROL NUMBER: 9104774
EFFECTIVE DATE: 12/17/1998
REFERENCE : 0045
PRINT DATE : 12/17/1998
FORM NUMBER : 115

ALTMAN, KRITZER & LEVICK, P.C.
PATTIE RIMAS
6400 POWERS FERRY RD., N.W., SUITE 224
ATLANTA, GA 30339

CERTIFICATE OF RESTATED ARTICLES OF INCORPORATION

I, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that the articles of incorporation of

REFRIGIWEAR, INC.
A DOMESTIC PROFIT CORPORATION

have been duly restated and amended by the filing of articles of restatement in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of restatement.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey

Lewis A. Massey
Secretary of State

TRADEMARK
REEL: 002279 FRAME: 0361

983510738

RESTATEMENT AND AMENDMENT BY THE ENTIRETY OF THE
ARTICLES OF INCORPORATION OF
REFRIGIWEAR, INC.

9104774

I.

The name of the Corporation is:

REFRIGIWEAR, INC.

II.

The Corporation shall have perpetual duration.

III.

The Corporation shall be authorized to issue two (2) classes of stock: Class A Voting Common Stock and Class B Non-Voting Common Stock.

CLASS A VOTING COMMON STOCK. The aggregate number of shares of Class A Voting Common Stock that the Corporation shall have authority to issue shall be One Hundred Thousand (100,000) Shares, One Cent (\$0.01) par value per share. All of the voting rights of the Corporation shall be vested in the holders of the Class A Voting Common Stock. The holders of the Class A Voting Common Stock shall be entitled to notice of all meetings of the stockholders and shall be entitled to vote on all questions that may be presented and decided upon by the stockholders of the Corporation. Except for the voting rights granted to the holders of the Class A Voting Common Stock, the rights of the holders of Class A Voting Common Stock and the rights of the holders of Class B Non-Voting Common Stock shall be the same in all respects, including without limitation (i) the right to receive dividends and (ii) liquidation preferences.

CLASS B NON-VOTING COMMON STOCK. The aggregate number of shares of Class B Non-Voting Common Stock that the Corporation shall have authority to issue shall be Nine Hundred Thousand (900,000) Shares, One Cent (\$0.01) par value per share. The holders of the Class B Non-Voting Common Stock shall have no voting rights. The holders of the Class B Non-Voting Common Stock shall not be entitled to notice of any meeting of stockholders and shall not be entitled to vote on any question which may be presented to and decided upon by the stockholders. Except as to voting rights, the rights of the holders of Class B Non-Voting Common Stock and the rights of the holders of Class A Voting Common Stock shall be the same in all respects, including without limitation (i) the right to receive dividends and (ii) liquidation preferences.

IV.

Pursuant to the Corporation's Plan of Recapitalization dated effective of even date herewith, each of the Corporation's previously authorized and outstanding shares of common stock shall, without further action on the part of the holder thereof, be exchanged such that each Stockholder receives both (i) one-tenth (1/10th) of a share of the Corporation's new Class A Voting Common Stock and ten (10) shares of the Corporation's new Class B Non-Voting Common Stock each respectively authorized under this Restatement and Amendment by the Entirety of the Articles of Incorporation for each share of capital stock in the Corporation held by such Stockholder as of the date hereof. All such previously outstanding shares of common stock of the Corporation shall thereupon be extinguished and no longer outstanding.

V.

The Stockholders of the Corporation shall not have any pre-emptive rights to subscribe to any issues or additional shares of stock of the Corporation

VI.

All shares of the Corporation's common stock that are reacquired by the Corporation shall, unless otherwise provided in a resolution by the Corporation's Board of Directors, be held as treasury shares notwithstanding the provisions of Section 14-2-631 of the Official Code of Georgia Annotated, as now or hereafter amended.

VII.

Any action required or permitted to be taken at a meeting of the Stockholders may be taken without a meeting if documented by one or more written consents signed by persons who would be entitled to vote at such a meeting and who collectively own shares in the Corporation having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all Stockholders entitled to vote were present and voted.

VIII.

The mailing address of the principal office of the Corporation is 54 Breakstone Drive Dahlemega, Georgia 30533.

IX.

The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the Georgia Business Corporation Code, as the same may be amended and supplemented.

X.

Effective as of the date hereof this Restatement and Amendment by the Entirety of the Articles of Incorporation was adopted and duly approved by (i) the unanimous affirmative consent of all of the Directors of the Corporation, adoption by a majority being required, and (ii) by the unanimous affirmative consent of all One Hundred (100) shares of the Corporation's outstanding common stock entitled to vote in accordance with the provisions contained in Section 14-2-1003 of the Georgia Business Corporation Code, adoption by a majority of such outstanding shares being required.

XI.

This Restatement and Amendment by the Entirety of the Articles of Incorporation (i) supersedes the original Charter of the Corporation dated March 18, 1991, and (ii) merely restates all those provisions then in effect not being amended by the new amendments which have been adopted in the form of this Restatement and Amendment by the Entirety of the Articles of Incorporation.

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, Refrigiwear, Inc. has caused this Restatement and
Amendment by the Entirety of the Articles of Incorporation to be executed by its duly authorized
officers effective as of this 30 day of Nov, 1998.

REFRIGIWEAR, INC.

By: *Ronald Beente*
Its: President

Attest: *Wynn Su*
Its: Secretary

(CORPORATE SEAL)

DEC 17 12 40 PM '98

SECRETARY OF STATE

CERTIFICATE OF OFFICER
PURSUANT TO
O.C.G.A. SECTION 14-2-1007(d)

The undersigned officers of REFRIGIWEAR, INC. (the "Corporation"), hereby certify the following:

1. That certain Restatement and Amendment by the Entirety of the Articles of Incorporation of the Corporation (the "Restatement") contains an amendment to the Articles of Incorporation of the Corporation which requires shareholder approval under the Georgia Business Corporation Code.

2. Effective Nov 30th, 1998, the Restatement was adopted and duly approved by (i) the unanimous affirmative consent of all of the Directors of the Corporation, adoption by a majority being required, and (ii) by the unanimous affirmative consent of all One Hundred (100) shares of the Corporation's outstanding common stock entitled to vote in accordance with the provisions contained in Section 14-2-1003 of the Georgia Business Corporation Code, adoption by a majority of such outstanding shares being required.

3. All other information required under Section 14-2-1006 is contained in the Restatement.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed this Certificate as of the 30 day of NOV, 1998.

REFRIGIWEAR, INC.

By: Ronald Breiten
Its: President

Attest: Wendy Lee
Its: Secretary

(CORPORATE SEAL)

Secretary of State
Business Services and Regulation

Suite 315, West Tower

2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1538

CHARTER NUMBER : 7104724 DB
DATE INCORPORATED : MARCH 22, 1991
COUNTY : POLK
EXAMINED : JACKIE BLAKE
TELEPHONE : 404-525-2871

MAILED TO:

DURHE O. SIFAR
6400 POWERS FERRY RD., #224
ATLANTA GA 30339

CERTIFICATE OF INCORPORATION

I, MAX CLELAND, SECRETARY OF STATE AND THE COMMISSIONER,
COMMISSIONER OF THE STATE OF GEORGIA DO HEREBY CERTIFY UNDER THE
SEAL OF MY OFFICE, THAT

"RECEIVED" IN

HAS BEEN DULY INCORPORATED UNDER THE LAWS OF THE STATE OF GEORGIA
ON THE DATE SET FORTH ABOVE, BY THE FILING OF ARTICLES OF INCOR-
PORATION IN THE OFFICE OF THE SECRETARY OF STATE AND THE FEE
THEREFOR PAID, AS PROVIDED BY LAW, AND THAT ATTACHED HERETO IS A
TRUE COPY OF SAID ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE CITY OF ATLANTA
AND THE STATE OF GEORGIA ON THE DATE SET FORTH BELOW.

DATE: MARCH 22, 1991



Max Cleland

MAX CLELAND
SECRETARY OF STATE

URITIES
6-2098

CEMETERIES
656-3078

CORPORATIONS
656-2817

CORPORATIONS NOT LISTED
404-525-2871

TRADEMARK
REEL: 002279 FRAME: 0368

**ARTICLES OF INCORPORATION
OF
REFRIGIWEAR, INC.**

I.

The name of the Corporation is:
Refrigiwear, Inc.

II.

The Corporation shall have authority to issue not more than 10,000 shares of common stock of \$1.00 par value.

III.

The shareholders of the Corporation shall not have any pre-emptive rights to subscribe to any issues or additional shares of stock of the Corporation.

IV.

All shares of the Corporation's common stock that are reacquired by the Corporation shall, unless otherwise provided in a resolution by the Corporation's Board of Directors, be held as treasury shares notwithstanding the provisions of Section 14-2-631 of the Official Code of Georgia Annotated, as now or hereafter amended.

MAR 25 1964

V.

The initial registered office of the Corporation will be located in Fulton County at 6400 Powers Ferry Road, Suite 224, Atlanta, Georgia 30339. The initial registered agent of the Corporation will be Mark J. Levick.

VI.

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Mark Silberman	15 Kerrigan Street Long Beach, New York 11561

VII.

The mailing address of the initial principal office of the Corporation is Georgia 400, Burnt Stand Road, Dalonega, Georgia 30533.


VIII.

The initial Board of Directors shall consist of three (3) members who shall be and whose addresses are:

<u>Name</u>	<u>Address</u>
Myron Breakstone	13603 Verde Way Palm Beach Gardens, FL 33410
Mark Silberman	15 Kerrigan Street Long Beach, NY 11561
Ron Breakstone	2615 Washington Avenue Glenside, NY 11572

The personal liability of the Directors of the Corporation is hereby eliminated to the fullest extent permitted by the Georgia Business Corporation Code, as the same may be amended and supplemented.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of March, 1991.


DUANE D. SITAR,
Attorney for the Incorporator

16. MAR 1991

SECRETARY OF STATE

Secretary of State
Business Services and Regulation

Suite 315, West Tower

2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1538

FORM NUMBER : NR
CERTIFICATE DATE : 12/21/90
BUCKET NUMBER : 90352845
EXAMINER : STACY GILLEY
TELEPHONE : 404-656-3173

REQUESTED BY:

KATHERINE WILLIAMS
#224 6400 POWERS FERRY RD
ATLANTA GA 30339

NAME RESERVATION CERTIFICATE

THE RECORDS OF THE SECRETARY OF STATE HAVE BEEN REVIEWED AND THE FOLLOWING NAME IS NOT IDENTICAL TO, AND APPEARS TO BE DISTINGUISHABLE FROM, THE NAME OF ANY OTHER EXISTING CORPORATION, PROFESSIONAL ASSOCIATION, OR LIMITED PARTNERSHIP ON FILE PURSUANT TO THE APPLICABLE PROVISIONS OF GEORGIA LAW. (TITLE 14 OF THE OFFICIAL CODE OF GEORGIA ANNOTATED).

"REFRIGINEAR, INC."

THIS CERTIFICATE SHALL BE VALID FOR A NONRENEWABLE PERIOD OF NINETY (90) DAYS FOR PROFIT AND NONPROFIT CORPORATIONS, PROFESSIONAL ASSOCIATIONS (DP, FP, DN, FN, & PA), OR LIMITED PARTNERSHIPS (LP OR LP), FROM THE DATE OF THIS CERTIFICATE. PLEASE SUBMIT THE ORIGINAL CERTIFICATE (WHITE COPY) WITH THE ARTICLES OF INCORPORATION, CERTIFICATE OF LIMITED PARTNERSHIP, APPLICATION FOR PROFESSIONAL ASSOCIATION OR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS

NAME RESERVATIONS ARE NOT RENEWABLE AFTER EXPIRATION OF THE STATUTORY RESERVATION PERIOD SET OUT ABOVE.



Max Cleland

MAX CLELAND
SECRETARY OF STATE


TRADEMARK

REEL: 002279 FRAME: 0372

CERTIFICATION OF REQUEST FOR PUBLICATION

RE: REFRIGIWEAR, INC.

I hereby certify that I have duly requested the publication of a Notice of Intent to Incorporate the above named corporation and have also made the proper payment therefor as required by Section 14-2-201.1 of the Georgia Business Corporation Code.


DUANE D. SITAR,
Attorney for the Incorporator



MAX CLELAND
Secretary of State
State of Georgia

BUSINESS SERVICES AND REGULATION
Suite 315, West Tower
2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334
(404) 656-2817

A100

Eff. 7/1/89
J. F. GULLION
Director

ARTICLES OF INCORPORATION DATA ENTRY FORM
FOR GEORGIA CORPORATIONS

I. Filing Date:	3-18-91	Code:	DP	Decket Number:	91018257
Assigned Exam:	64	Amount:	\$ 60.00	By:	
Charter Number:	9104974	Completed:	64	3-22	

DO NOT WRITE ABOVE THIS LINE - SOS USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

II. Corporate Name:	REFRIGIWEAR, INC.		
Mailing Address:	Georgia 400, Burnt Stand Road		
City:	Dalton	County:	Lumpkin
State:	Georgia	Zip Code:	30533
III. Fees Submitted By:	Altman, Kritzer & Levick, P.C.		
Amount Enclosed:	\$ 60.00	Check Number:	38073
IV. Incorporator:	Mark Silberman		
Address:	15 Kerrigan Street		
City:	Long Beach	State:	NY
Zip Code:	11561		
Incorporator:	Mark Silberman		
Address:	15 Kerrigan Street		
City:	Long Beach	State:	NY
Zip Code:	11561		
V. Registered Agent/Office:	Mark J. Levick/Altman, Kritzer & Levick, P.C.		
Address:	6400 Powers Ferry Road, Suite 224		
City:	Atlanta	County:	Fulton
State:	Georgia	Zip Code:	30339
VI. ARTICLES OF INCORPORATION FILING CHECK-OFF LIST	Applicant	Examiner	
1. Original and one conformed copy of Articles of Incorporation	X		
2. Corporate name verification number	X		
3. Authorized shares stated	X		
4. Incorporator's signature	X		
5. Post effective date, if applicable	n/a		
6. Number of pages attached:			
VII. Applicant/Attorney:	Duane D. Sitar		
Telephone:	(404) 955-3555		
Address:	6400 Powers Ferry Road, Suite 224		
City:	Atlanta	State:	Georgia
Zip Code:	30339		

NOTICE: Attach original and one copy of the Articles of Incorporation and the Secretary of State filing fee (\$90.00). Mail or deliver to the above address. This form does not replace the Articles of Incorporation.

I understand that the information on this form will be used in the Secretary of State Corporate database. I certify that a notice of intent to incorporate and a publishing fee of \$40.00 has been mailed or delivered to an authorized newspaper, as required by law.

Signed: Duane D. Sitar

Date: 3/14/91

TRADEMARK