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10/31/07



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 295240 4403F

AUTHORIZATION

COST LIMIT : \$ 70.00

ORDER DATE : October 30, 2007

ORDER TIME : 11:22 AM

ORDER NO. : 295240-005

CUSTOMER NO: 4403F

FOREIGN FILINGS

NAME: NATUREX INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper -- EXT# 2948

EXAMINER: _____

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. NATUREX INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 95-3419191

(FEI number, if applicable)

4. August 8, 1986

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 375 Huyler Street, South Hackensack, NJ 07606

(Principal office address)

c/o Orrick, Attn: Burton K. Haimes, 666 Fifth Ave., #2139, New York, NY 10103

(Current mailing address)

8. Manufacture of botanical extracts and any lawful purpose

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

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10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Deborah D. Skipper
(Registered agent's signature)

Deborah D. Skipper
Asst. V. Pres

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Jacques Dikansky

Address: 375 Huyler Street

South Hackensack, NJ 07606

Director: Thierry Lambert

Address: 375 Huyler Street

South Hackensack, NJ 07606

B. OFFICERS

President: Jacques Dikansky

Address: 375 Huyler Street

South Hackensack, NJ 07606

Vice President: Stephane Ducroux

Address: 375 Huyler Street

South Hackensack, NJ 07606

Secretary: Burton K. Haines

Address: c/o Orrick, Herrington & Sutcliffe LLP, 666 Fifth Avenue, #2139, New York, NY 10103

Treasurer: Thierry Lambert

Address: 375 Huyler Street, South Hackensack, NJ 07606

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Burton K. Haines

(Signature of Director or Officer listed in number 12 of the application)

14. Burton K. Haines, Secretary

(Typed or printed name and capacity of person signing application)

RIDER TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

NAME OF CORPORATION: NATUREX INC.

ADDITIONAL DIRECTOR:

Stéphane Ducroux
375 Huyler Street
South Hackensack, NJ 07606

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATUREX INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF OCTOBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NATUREX INC." WAS INCORPORATED ON THE EIGHTH DAY OF AUGUST, A.D. 1986.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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07 OCT 30 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



2098432 8300

071168208

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6115487

DATE: 10-30-07