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MJH

January 29, 2001

Fla. Dept. of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-01/30/01--01105--011
****133.75 ****130.00

RE: Articles of Organization of All Natural Products #2 L.L.C.

Dear Sir or Madam:

Please find enclosed our Check No. 1929, of even date, in the amount of One Hundred Thirty-three Dollars and Seventy-five Cents (\$133.75) in payment for filing fees for the enclosed Articles of Organization and Designation of Registered Agent and Certificate of Status regarding the above-referenced business.

Yours truly,



Stephen M. Feidelman

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
OF
ALL NATURAL PRODUCTS #2 L.L.C.**

ARTICLE I - NAME

The name of this limited liability company (called the "Company") is All Natural Products #2 L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principle office of the Company is:

7131 S.W. 11th Street
Plantation, Florida 33317-4114

ARTICLE III - DURATION

The period of duration of this Company shall be perpetual.

ARTICLE IV - MANAGEMENT

The Company is to be managed by the members and the name and address of the initial managing member is:

Frank J. Thomas, Jr.
7131 S.W. 11th Street
Plantation, FL 33317-4114

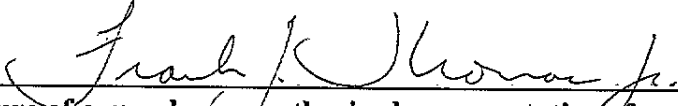
ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be as set forth in the limited liability company operating agreement for All Natural Products #2 L.L.C.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be as set forth in the limited liability company operating agreement for All Natural Products #2 L.L.C.

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Signature of a member or authorized representative of a member.

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is: All Natural Products #2 L.L.C.

2. The name and address of the registered agent and office is:

Frank J. Thomas, Jr.
7131 S.W. 11th Street
Plantation, FL 33317-4114

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

Frank J. Thomas Jr.
(Signature)

1-29-01
(Date)