

MA 8214

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

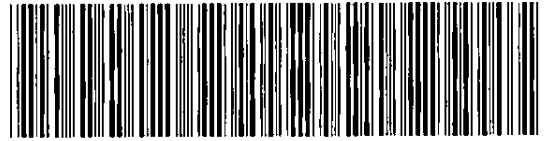
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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Amended &  
Restated  
Articles

FILED  
2024 OCT 10 AM 9:45  
MASSACHUSETTS  
SECRETARY OF STATE

RECEIVED  
2024 OCT 10 PM 3:31  
SECRETARY OF STATE  
MASSACHUSETTS

\*02250, 06385, 00611, 00671

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 685621 - 4305845

AUTHORIZATION :

COST LIMIT : \$ 35.00

-----  
ORDER DATE : October 9, 2024

ORDER TIME : 2:39 PM

ORDER NO. : 685621-005

CUSTOMER NO: 4305845  
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DOMESTIC AMENDMENT FILING

NAME: NATURE'S PRODUCTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_\_ CERTIFIED COPY

XX \_\_\_\_\_ PLAIN STAMPED COPY

\_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Miller -- EXT#

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 11, 2024

CORPORATION SERVICE COMPANY

TALLAHASSEE, FL 32301

SUBJECT: NATURE'S PRODUCTS, INC.  
Ref. Number: M28214

**RESUBMIT**  
Please give original  
submission date as filing date

**RESUBMIT**  
Please give original  
submission date as filing date

We have received your document for NATURE'S PRODUCTS, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Florida law requires any business entity serving in the capacity of a registered agent to have an active registration or filing on our records.

The registered agent must sign accepting the designation.

Please return 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) 245-6050.

Annette Ramsey  
OPS

Letter Number: 324A00022537

RECEIVED  
2024 OCT 17 PM 3:17  
SECRETARY OF STATE  
TALLAHASSEE, FL 32301

FILED

SECOND AMENDED AND RESTATED

2024 OCT 10 AM 9:45

ARTICLES OF INCORPORATION

DEPARTMENT OF STATE  
ALL DOCUMENTS  
RECORDED

OF

NATURE'S PRODUCTS, INC.

Pursuant to Sections 607.1003 and 607.1007 of the Florida Business Corporation Act (the "Act"), Nature's Products, Inc., a Florida corporation (the "Corporation"), hereby certifies that:

FIRST: The Corporation is named "Nature's Products, Inc." and was originally incorporated in the State of Florida on February 27, 1986.

SECOND: These Second Amended and Restated Articles of Incorporation (as may be amended, these "Articles") amend, restate and supersede in their entirety any and all prior Articles of Incorporation, as amended, including any Articles of Amendment, filed with the State of Florida from the date of the Corporation's original incorporation through the date hereof.

THIRD: These Articles contain amendments requiring shareholder approval, and were approved on October 8, 2024 by the Corporation's sole shareholder by a number of votes cast for the amendments sufficient for such approval.

#### ARTICLE I

The name of the Corporation is Nature's Products, Inc.

#### ARTICLE II

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Act.

#### ARTICLE III

The address of the principal office and the mailing address of the office of the Corporation is c/o Piping Rock Health Products, LLC, 3900 Veterans Memorial Highway, Suite 200, Bohemia, New York 11716.

#### ARTICLE IV

The capital stock authorized, the par value thereof, and the characteristics of such stock of the Corporation shall be as follows:

##### Number of Shares

##### Authorized

100

##### Par Value Per Share

\$1.00

##### Class of Stock

Common

#### **ARTICLE V**

The street address of the Corporation's initial registered office is, 1201 Hays Street, Tallahassee, Florida 32301, and the name of its registered agent at such office is Corporation Service Company.

#### **ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws, who will serve as the Corporation's director until successors are duly elected and qualified.

#### **ARTICLE VII**

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

*[Signature page follows]*

IN WITNESS WHEREOF, the undersigned has executed these Second Amended and Restated Articles of Incorporation as of this 17<sup>th</sup> day of October, 2024.

NATURE'S PRODUCTS, INC.

By: \_\_\_\_\_

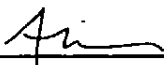
  
Name: John Aguanno

Title: Chief Financial Officer

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Corporation Service Company

By: \_\_\_\_\_

  
Name: Amanda Miller

Date:

CSC 685621-5