

LAW OFFICES OF HUGH C. FERRELL

Attorneys and Counselors at Law
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- Real Property Law
- Corporation and Business Law
- Commercial Litigation

PO00000670863
July 17, 2000

Secretary of State
Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

800003331598--9
-07/21/00--01055--017
*****78.75 *****78.75

Re: Nature's Rain, Inc.

Dear Mrs. Secretary:

We enclose the original Articles of Incorporation of Nature's Rain, Inc. for filing together with our check in the amount \$ 78.75 for the following:

Articles of Incorporation	\$ 35.00
Registered Agent Designation	35.00
Certified Copy Fee	8.75
TOTAL	\$ 78.75

Please return a certified copy of the Articles of Incorporation to us.

Thank you for your assistance in this matter. Please call us if you have any questions.

Yours very truly,

Tracy Ferrell

Tracy Ferrell
Legal Assistant

Enclosures as stated
:tlf

FILED
JUL 21 PM 2:50
TALLAHASSEE, FLORIDA
J. SMITH JUL 25 2000

ARTICLES OF INCORPORATION

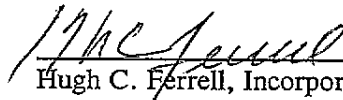
FILLED
00 JUL 21 PM 3:50
SEATTLE-TACOMA
TALLMADGE, ILLINOIS

- Brad Long
15 Paradise Plaza
Box 230
Sarasota, Florida 34239

amended or repealed by the stockholders of this corporation. The board of directors may adopt bylaws, subject to the stockholders' approval at their next ensuing meeting, but the bylaws adopted by the board of directors shall not conflict with those adopted by the stockholders.

11. STOCK RESTRICTIONS. By agreement, stockholders and this corporation may restrict or limit the sale or transfer, or both, of stock of this corporation, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its original issuance. The bylaws shall provide for transfer on the corporate books in conformity with any agreement.


DATED ON July 17, 2000.




Hugh C. Ferrell, Incorporator

**STATE OF FLORIDA
COUNTY OF SARASOTA**

The foregoing instrument was acknowledged before me on April 17, 2000 by Hugh C. Ferrell who is personally known to me.

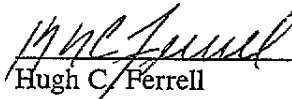
(S E A L)
 Amy C. Raymond
MY COMMISSION # CC892343 EXPIRES
December 2, 2003
BONDED THRU TROY FAIN INSURANCE, INC.



Notary Public
My Commission Expires:

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.



Hugh C. Ferrell