

3395 NW 79th Avenue
Miami, FL 33122
12 SEPTEMBER 2000

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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Florida Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-09/26/00--01117--004
*****78.75 *****78.75

Re: Incorporation of NATURA NORTH AMERICA, INC.

Gentlemen:

Enclosed are two original copies of the Articles of Incorporation for **NATURA NORTH AMERICA, INC.** and my check for the \$78.75 filing fee made payable to the Department of State.

I would appreciate your using the prepaid overnight ~~mailer to return~~ a set of the approved articles and certificate to me.

Thank you for your soonest attention.

Sincerely yours,


YOUR NAME

Encl.: My check for \$78.75
Two copies of articles of incorporation
Prepaid postal overnight mailer

PH 5/28/00

ARTICLES OF INCORPORATION

OF

NATURA NORTH AMERICA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles of incorporation, being a natural person to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be , NATURA NORTH AMERICA, INC. and its principal place of business and mailing address is

3395 NW 79th Avenue
Miami, FL 33122

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted, under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One (1) Dollar per share. The consideration to be paid for each of stock shall be fixed by the Board of Directors.

ARTICLE V - CAPITAL

The minimum amount of capital with which the corporation shall begin business is \$500.

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Angel Martinez
3395 NW 79th Avenue
Miami, FL 33122

ARTICLE VII - INITIAL DIRECTORS

The name and post office address of each member of the initial Board of Directors is:

Angel Martinez
3395 NW 79TH Avenue
Miami, FL 33122

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance or sale of either new or treasury stock for cash, property, services, in payment of corporate debts or otherwise, shall have the right to purchase his or her proportionate share thereof.

ARTICLE IX - INCORPORATOR

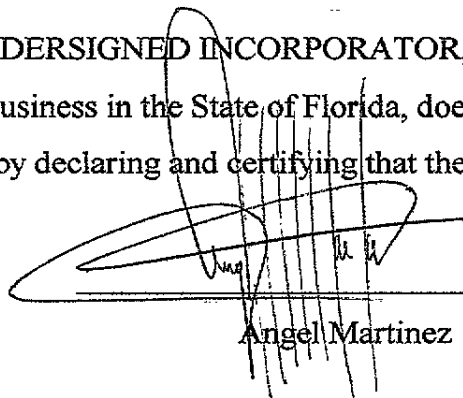
The name and post office address of each incorporator executing these Articles of Incorporation is as follows:

Angel Martinez
3395 NW 79TH Avenue
Miami, FL 33122

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a Corporation to do business in the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein states are true.



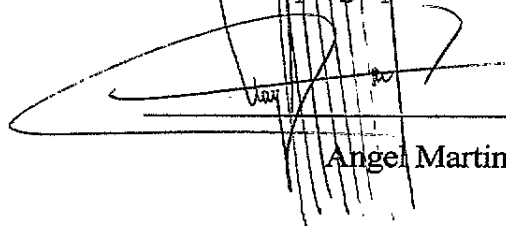
Angel Martinez

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 488.091, Florida Statutes, the following is submitted, in
compliance with the said act:

First – NATURA NORTH AMERICA, INC., desiring to organize under the laws of
the State of Florida, with its principal office, as indicated in the Articles of Incorporation
in unincorporated Dade County, Florida, County of Miami-Dade, State of Florida, has
named, Angel Martinez, of 3395 NW 79TH Avenue, Miami, FL 33122, as its agent to
accept service of process within this State.

The undersigned hereby accepts the foregoing designation as initial Registered
Agent and agrees to comply with the provisions of law applicable to said designation.
Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity and agree to comply
with the provisions of said Act relative to keeping open said office.



Angel Martinez

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CLERK OF STATE
TALLAHASSEE, FLORIDA