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THE UNITED STATES
CORPORATION
COMPANY

00 OCT 25 AM 11:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 875127 7165057

AUTHORIZATION :

Patricia Piguit

COST LIMIT : \$ 78.75

ORDER DATE : October 25, 2000

ORDER TIME : 10:0 AM

ORDER NO. : 875127-005

CUSTOMER NO: 7165057

CUSTOMER: Dorothy K. Pitcher, Secretary
Brooks Hermelee Geffin,
Attorneys At Law
Suite 1135
25 Southeast 2nd Avenue
Miami, FL 33131

900003438709--3

DOMESTIC FILING

NAME: MT. SPIRIT HERBALS,
INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

Px 10/25/00

TO AGENCY
SUFFICIENCY OF FILING

00 OCT 25 AM 10:44

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

MT. SPIRIT HERBALS, INCORPORATED

FILED

OCT 25 AM 11:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

MT. SPIRIT HERBALS, INCORPORATED

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the corporation shall have authority to issue shall be 100 shares of common stock with a par value of \$1.00 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

Bruce G. Hermelee
c/o Brooks Hermelee Geffin
25 S.E. 2nd Avenue
Suite 1135
Miami, Florida 33131

ARTICLE VI

The name and address of the incorporator of the corporation is:

Bruce G. Hermelee
c/o Brooks Hermelee Geffin
25 S.E. 2nd Avenue
Suite 1135
Miami, Florida 33131

ARTICLE VII

The mailing address of the corporation and its initial principal office is:

100 Edgewater Drive, #244
Coconut Grove, Florida 33133

Executed at Miami, Florida this 24th day of October, 2000.


Bruce G. Hermelee

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **MT. SPIRIT HERBALS, INCORPORATED**, the undersigned accepts such appointment and agrees to act in such capacity. The undersigned is familiar with and accepts the obligations of the position of registered agent.

Dated this 24th day of October, 2000.


Bruce G. Hermelee

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA