

P01000014066

PURE GENIUS
Distributors, Inc.

983 SW 35th Street
Palm City, FL 34990

January 22, 2001

FLORIDA DEPT. OF STATE

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
850-487-6050

Dear Sirs,

Enclosed please find;

- Articles of incorporation for PURE GENIUS Distributors, INC.
- A check for \$87.50 to cover the following:

\$35.00 Filing fee
\$35.00 Designation of agent fee
\$8.75 Certified copy fee
\$8.75 Certificate of status fee

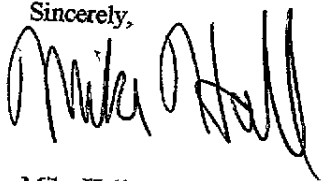
For a total of \$52.50

We are requesting the above documents be filed as expeditiously as possible and that the appropriate copies be sent to PURE GENIUS Distributors, Inc. @ 983 SW 35th Street, Palm City, FL 34990.

For your convenience, we may be reached at: 1-561-781-2585

Thank you for your cooperation in this matter.

Sincerely,



Mike Hall
President

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

1. The name of the corporation shall be: PURE GENIUS Distributors, Inc.
2. The principal place of business and mailing address of the corporation is: 983 SW 35th Street, Palm City, FL 34990
3. The corporation shall have the authority to issue one Thousand (1000) shares of stock.
4. The registered agent of the corporation is Mike Hall and the registered street address is: 983 SW 35th Street, Palm City, FL 34990
5. The initial officers and Board of Directors shall be as follows:
Sole director of the corporation:
President: Mike Hall; 983 SW 35th Street, Palm City, FL 34990
Vice President: Mike Hall; 983 SW 35th Street, Palm City, FL 34990
Secretary: Mike Hall; 983 SW 35th Street, Palm City, FL 34990
Treasurer: Mike Hall; 983 SW 35th Street, Palm City, FL 34990

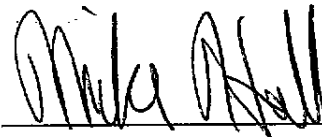
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

6. The incorporator of this corporation is Mike Hall whose street address is; 983 SW 35th Street, Palm City, FL 34990

Dated

1/25/01

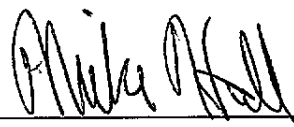


Incorporator Mike Hall

Having been named as registered agent and to accept service of process for the above stated corporation 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 am familiar with and accept the obligations of my position as registered agent.

Dated

1/25/01



Registered Agent Mike Hall