

TRANSMITTAL LETTER

P010000 67213

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-07/02/01--01071--017
*****78.75 *****78.75

SUBJECT: AROMATHERAPY BABY COMPANY INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

EFFECTIVE DATE
7-1-01

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: P & P ACCOUNTING SERVICE
Name (Printed or typed)

1501 SW 16 AVE
Address

MIAMI FL 33145
City, State & Zip

(305) 448-0611
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL - 2 PM 3:18

FILED

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION OF
AROMATHERAPY BABY COMPANY, INC.**

FILED
01 JUL -2 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of this corporation is: AROMATHERAPY BABY COMPANY, INC.

ADDRESS: The address of this corporation is:
3944 N.E. 167 STREET #104 NORTH MIAMI BEACH, FL 33160

EFFECTIVE DATE
7-1-01

ARTICLE II

COMMENCEMENT OF EXISTENCE: This corporation shall commence to exist on July 1st, 2001.

ARTICLE III

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STOCK: This corporation is authorized to issue 300 shares of \$1.00 par value common stock, which shall be the only class of shares.

ARTICLE V

PRE-EMPTIVE RIGHTS: Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, or class of service as that which he /she already holds, shall have the right to purchase his/her pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this corporation is: 3944 N.E. 167 STREET #104 NORTH MIAMI BEACH, FL 33160

The name of the initial registered agent of the corporation at that address is:
REBECCA EDWARDS

ARTICLE VII

INITIAL BOARD OF DIRECTORS: This corporation shall have 2 director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name(s) and address(es) of the initial director(s) is/are:

NAME	ADDRESS	POSITION	PERCENT OF OWNERSHIP
REBECCA EDWARDS	3944 N.E. 167 STREET #104 N. MIAMI BEACH, FL 33160	PRESIDENT CEO & FOUNDER	51.00
LIZETTE RODRIGUEZ	2475 N.E. 214 STREET AVENTURA, FL 33180	VICE-PRES. CO-FOUNDER	49.00

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this:
6/26/2001

Rebecca Edwards

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

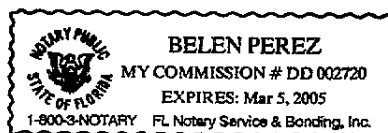
BEFORE ME, the undersigned authority, personally appeared: REBECCA EDWARDS,
to me known to be the person described as Subscriber in and who executed the foregoing Articles of
Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 6/26/2001

Belen Perez

NOTARY PUBLIC
State of Florida at large

My commission expires:



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

Pursuant to section 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

First, that: AROMATHERAPY BABY COMPANY, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in Miami, Dade County, Florida, has named: REBECCA EDWARDS, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the 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.

Rebecca Edwards
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA