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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : STANLEY A. GOLDSMITH, ATTORNEY AT LAW
Account Number : I20000000069
Phone : (941)955-4990
Fax Number : (941)955-4997

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DIVISION OF CORPORATIONS
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**FLORIDA PROFIT CORPORATION OR P.A.
WELL-BEING HERBS, INC.**

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| Certificate of Status | 1 |
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Corporate Filing

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7/17/01

ARTICLES OF INCORPORATION
of
WELL-BEING HERBS, INC.

FIRST:

The name of the Corporation shall be WELL-BEING HERBS, INC.. The principal mailing address of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

SECOND:

The purposes for which the Corporation is formed are any and all lawful purposes for which a corporation may be formed pursuant to the laws of the State of Florida and the United States.

THIRD:

The Corporation shall be authorized and empowered to issue TEN THOUSAND (10,000) shares of common stock.

FOURTH:

The mailing address of the Registered Office of the Corporation is 1605 Main Street, Suite 1001, Sarasota, Florida 34236.

FIFTH:

The Registered Agent for the Corporation shall be:

STANLEY A. GOLDSMITH
1605 Main Street, Suite 1001
Sarasota, Florida 34236

SIXTH:

To the Incorporator of WELL-BEING HERBS, INC.:

I understand my obligations as your Registered Agent and hereby accept appointment as your Registered Agent in accordance with F.S. 48.091.

7/17/01
Date

Stanley A. Goldsmith
Stanley A. Goldsmith

SEVENTH:

The initial Board of Directors of the Corporation shall consist of one (1) Member:

BERENICE A. BORMAN
1055 Oleander Street
Englewood, FL 34223

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EIGHTH:


The Incorporator of WELL-BEING HERBS, INC., who by her signature hereby acknowledges the adoption of these Articles of Incorporation, is:

Berenice A. Borman

BERENICE A. BORMAN
1055 Oleander Street
Englewood, FL 34223

STATE OF FLORIDA)
COUNTY OF SARASOTA) ss:

The foregoing Articles of Incorporation of WELL-BEING HERBS, INC., were acknowledged before me this 17 day of July, 2001, by STANLEY A. GOLDSMITH as Registered Agent. He is personally known to me or has produced n/a as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.


 Andrea Bailey
My Commission CC854780
Expires July 17, 2001

Andrea Bailey

Signature of Notary Public

Print Name of Notary Public
I am a Notary Public of the State of _____,
and my commission expires on _____.

The foregoing Articles of Incorporation of WELL-BEING HERBS, INC., were acknowledged before me this 17 day of July, 2001, by BERENICE A. BORMAN, as Incorporator. She is personally known to me or has produced Florida Drivers License Number 3655061495830 as identification and did not take an oath. If no type of identification is indicated, the above-named person is personally known to me.

 Andrea Bailey
My Commission CC854780
Expires July 17, 2001

Andrea Bailey

Signature of Notary Public

Print Name of Notary Public
I am a Notary Public of the State of _____,
and my commission expires on _____.

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