

PO1000071054

June 29, 2001

700004480867--6
-07/17/01--01062--020
****122.50 *****78.75

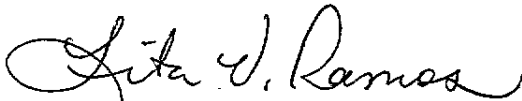
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: NEW CORPORATION REQUEST: **THE FOUNTAIN OF JUICE**

Enclose is an original and two copies of the Articles of Incorporation for the above corporation and a check in the amount of \$35.00 (filing fees), \$52.50 (certified file stamped copy) and \$35.00 miscellaneous fees. Attached is a check payable to Florida Division of Corporations for the total amount of \$122.50.

Please register this corporate name as stated registered in my name. If you have any questions concerning this request, please call me at (407) 931-3553 or (407) 397-4456

Sincerely,



Lita V. Ramos

3183 Arrowhead Lane
Kissimmee, Florida 34746

cc: Articles of Corporation
Registered Agent

01 JUL 17 AM 11:56
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

check #96
PS 7/19/01

ARTICLES OF INCORPORATION
OF
THE FOUNTAIN OF JUICE, INC.

FILED

01 JUL 17 AM 11:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator subscribes to these Articles of Incorporation to form a profit corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be **The Fountain of Juice, Inc.** Its initial postal address and principal office for the conduct of its purposes and affairs is **3183 Arrowhead Lane, FL 34746**. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE II - PURPOSE

The general nature of business to be transacted by this corporation is:

- (a) To establish a natural foods restaurant and/or juice drink company with the following divisions: Each division has a trademark pending.
 - 1. **The Juice Hut™** Tropical Island Setting
 - 2. **Atomic Juice Stop™** Futuristic Scene Setting
 - 3. **The Juice Express™** Fast Life On the Go Setting
 - 4. **Give Kids The Juice™** Healthy Kids Drinking Juice Setting
- (b) Market and distribute natural juices and various drinks to domestic and foreign countries that will impact health improvement to various countries throughout the world;
- (c) Engage in any lawful business to service the general public focusing on enhancing the quality of life through synergistic.

ARTICLE III - POWERS

The Corporation is empowered:

- (a) To undertake lawful activities necessary to carry out the purposes stated in Article II.
- (b) To have all the corporate powers enumerated in the Florida General Corporation Act not inconsistent with these articles and appropriate for profit corporations.

ARTICLE IV - STOCKS

The amount of total authorized capital stock of the corporation is divided into: i.e.: 500 shares of common no par value.

Not more than thirty (30) persons shall hold all of the corporation's issued stock, exclusive of treasury shares, of record.

All of the issued stock of all classes shall be subject to the following restrictions on transfer permitted by Section 202 of the General Corporation Law.

Each stockholder shall offer to the corporation or to other stockholders of the corporation a thirty - (30) day "first refusal" option to purchase his stock should he elect to sell his stock.

ARTICLE IV - DURATION

The term for which this corporation shall exist shall be perpetual.

ARTICLE V - QUALIFICATIONS

The qualifications of members and the manner of their admission shall be stated and regulated by the by-laws of the corporation.

ARTICLE VI - OFFICE

The street address of the initial registered office of the corporation and the name of its initial registered agent at such address are as follows:

Registered Agent: **Lita V. Ramos (407) 931-3553 Home Office**

Registered Office: **3183 Arrowhead Lane - Kissimmee, FL 34746
(407) 397-4456 - Office**

ARTICLE VII - GOVERNANCE

The purposes and affairs of the corporation shall be conducted, carried out and managed by and through the Board of Directors of this corporation and this board shall be composed of two (2) member directors at this time, in which the members will govern as equal partners until such time that the corporation increases in growth and corporate officers may be altered from time to time by the by-laws of this corporation within the limitations prescribed by law.

All corporate officers and all members of the Board of Directors shall be members of this corporation. All corporate officers shall be ex-officio members of the Board of Directors of the corporation.

ARTICLE IX - BOARD OF DIRECTORS

Subject to the provisions of these Articles of Incorporation, the by-laws and the laws of the State of Florida, the members of the Board of Directors shall hold office for the same period and in such manner as prescribed for corporate officers under Article VIII.

The names and postal addresses of the members of the Board of Directors are as follows:

BOARD OF DIRECTORS

Victor Rendon 3183 Arrowhead Lane Kissimmee, FL 34746

Lita V. Ramos 717 Del Prado Drive Kissimmee, FL 34758

ARTICLE X - AMENDMENTS

These Articles of incorporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes and all rights conferred upon members are granted subject to this reservation.

ARTICLE XI - INCORPORATION

The name and address of the incorporator is:

Lita V. Ramos, 717 Del Prado Drive, Kissimmee, FL 34758

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of

Incorporation this 29th day of JUNE, 2001.

SIGNATURE OF INCORPORATOR


Lita V. Ramos

STATE OF FLORIDA

COUNTY OF OSCEOLA

I hereby certify that on this day before, me, a notary public duly authorized in the State and County Aforesaid to take acknowledgments, personally appeared **Estrellita V. Ramos, aka Lita V. Ramos** to me known to be the person described as incorporator to the foregoing Articles of Incorporation and who executed the same and acknowledged before me that she subscribed to those Articles of Incorporation.

NOTARY:



**CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED

01 JUL 17 AM 11:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

THE FOUNTAIN OF JUICE, INC.

2. The name and address of the registered agent and office is:

**Lita V. Ramos
3183 Arrowhead Lane
Kissimmee, FL 34746**

SIGNATURE:

Lita V. Ramos

TITLE:

DATE:

June 29, 2001

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 statute relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

SIGNATURE:

Lita V. Ramos

DATE:

June 29, 2001