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BROOKER & ROONEY, P.A.
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Legal Assistant

January 15, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****70.00 *****70.00

EFFECTIVE DATE
1-10-02

FILED
02 JAN 17 AM 8:59
DIVISION OF STATE
TALLAHASSEE, FLORIDA

RE: INDIAN RIVER HERB & SPICE COMPANY

Dear Sir/Madam:

Enclosed please find the following:

1. Original Articles of Incorporation of Indian River Herb & Spice Company; and
2. Indian River Herb & Spice Co.'s check number 1488, in the amount of \$70.00 for your filing fee.

Your attention to this matter is appreciated.

With kindest regards, I remain,

Sincerely,

Elizabeth S. Brooker
Elizabeth Stewart Brooker

ESB/db

JB 1/25

EFFECTIVE DATE

1-10-02

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
INDIAN RIVER HERB & SPICE COMPANY

ARTICLE ONE - NAME

The name of this corporation is INDIAN RIVER HERB & SPICE COMPANY.

ARTICLE TWO - DURATION

This corporation shall have perpetual existence commencing on January 10, 2002.

ARTICLE THREE - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE FOUR - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock that shall be designated as "Common Shares."

ARTICLE FIVE - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1355 18th Street, Vero Beach, Florida 32960, and the name of the initial registered agent of this corporation at that address is MARYANN S. CARR.

ARTICLE SIX - INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is:

MARYANN S. CARR, 1355 18th Street, Vero Beach, Florida 32960

ARTICLE SEVEN - INCORPORATOR

The name and address of the Incorporator signing these articles is: MARYANN S. CARR, 1355 18th Street, Vero Beach, Florida 32960.

ARTICLE EIGHT - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE NINE - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 14th day of January, 2002.

Maryann Carr
MARYANN S. CARR

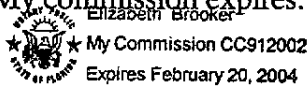
STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARYANN S. CARR, personally known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 14th day of January, 2002.

Elizabeth S. Brooker
NOTARY PUBLIC
State of Florida at Large

My commission expires:



CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED

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In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that INDIAN RIVER HERB & SPICE COMPANY desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1355 18th Street, Vero Beach, Florida 32960 has named MARYANN S. CARR, located at 1355 18th Street, Vero Beach, Florida 32960 as its agent to accept service of process within Florida.

Dated:

Maryann S. Carr
MARYANN S. CARR,
Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Maryann S. Carr
MARYANN S. CARR,
Resident Agent