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June 14, 2002

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

Re: O'Toole's Herb Farm, Inc.
Our File No. 5388

Dear Sir or Madam:

Enclosed please find check number 2315 in the amount of \$78.75 in order to cover the filing fee for the above named Corporation and also to receive a certified copy of the Articles Of Incorporation and the Designation and Acceptance of Registered Agent for a Florida Corporation. We have enclosed the original Articles Of Incorporation and the Designation and Acceptance of Resident Agent for a Florida Corporation. Once the corporation has been filed, please send the certified copies back to my office in the envelope provided.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Cary A. Hardee, II

CAH: car
Enclosures
cc: client

FILED
02 JUN 17 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 6/17

ARTICLES OF INCORPORATION
OF
O'TOOLE'S HERB FARM, INC.

FILED
02 JUN 17 AM 11:00
CLERK OF THE CIRCUIT COURT
IN AND FOR THE STATE
OF FLORIDA

The undersigned subscribers to these Articles Of Incorporation, natural persons, competent to contact, hereby execute these Articles Of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME.

The name of this for profit corporation is O'TOOLE'S HERB FARM, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business of the this corporation is 305 N.E. Artemesia Trail, Madison, Florida 32340 and the mailing address of the corporation is Post Office Box 268, Madison, Florida 32341. That the street address and the mailing address are not the same. That the Board of Directors may from time to time move the principal office of the Corporation to any other address in Florida.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100.

ARTICLE IV. PREEMPTIVE RIGHTS

The stockholders of this corporation shall have preemptive rights in and to all additional shares that might be authorized by the corporation in proportion to the number of shares owned of the original issued to the corporation.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is ELIZABETH FRALEIGH O'TOOLE, 305 N.E. Artemesia Trail, Madison, Florida 32340.

ARTICLE VI. INCORPORATORS.

The names and street addresses of the incorporators to these articles of incorporation are:

ELIZABETH FRALEIGH O'TOOLE
305 N.E. Artemesia Trail
Madison, Florida 32340

JAMES WILLIAM O'TOOLE, SR.
305 N.E. Artemesia Trail
Madison, Florida 32340

ARTICLE VII. DIRECTORS.

The names and street addresses of the initial directors are:

ELIZABETH FRALEIGH O'TOOLE
305 N.E. Artemesia Trail
Madison, Florida 32340

JAMES WILLIAM O'TOOLE, SR.
305 N.E. Artemesia Trail
Madison, Florida 32340

ARTICLE VIII. INITIAL OFFICERS

The names and addresses of the initial officers of this corporation are as follows:

NAME	ADDRESS	OFFICE
Elizabeth Fraleigh O'Toole	305 N.E. Artemesia Trail Madison, Florida 32340	President
James William O'Toole, Sr.	305 N.E. Artemesia Trail Madison, Florida 32341	Secretary/Treasurer

ARTICLE IX. CORPORATE BUSINESS.

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, to wit:

To operate a business for the retail and wholesale sale of herbs, plants, foodstuff, and related and unrelated items.

To take, acquire, buy, hold, own, maintain, work, sell, convey, lease, mortgage, exchange real or person property or mixed; to buy and sell, convey, assign and cancel liens of every kind upon personal property or real property of every class, kind, or nature; to draw acquire, endorse, discount, and deliver bills of exchange, promissory notes, bonds, debentures and other negotiable instruments of any kind, class or nature and secure the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take acquire, hold, exchange and deal in shares, stocks, bonds, obligations, or securities of any government or authority, individual or corporation.

Generally, to make and perform contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other act or thing, to exercise, and which now or may hereafter may be authorized by law, and generally to do and perform all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied, provided, however, that no provision hereof shall be construed to authorize this corporation to conduct a banking, safety deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, or mutual fire insurance association business or cooperative association, or fraternal benefit society, or state fair exposition.

ARTICLE X. BY-LAWS.

The power to adopt, alter, amend and/or repeal any and all By-Laws shall be vested in the Board of Directors.

ARTICLE XI. PAR VALUE.

The par value of shares issued by the corporation shall be ten dollars.

ARTICLE XII. LIABILITY

There shall be no personal liability on shareholders for the debts of the corporation.

ARTICLE XIII. TRANSACTIONS WITH INTERESTED PERSONS.

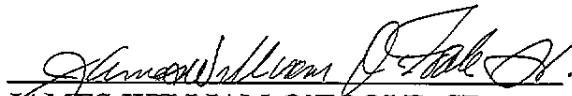
No contract or other transaction of the Corporation with any other person, firm or corporation, or in which this Corporation is interested shall be affected or invalidated by: (A) The fact that any one or more of the shareholders of this corporation is interested in or is a director, officer or shareholder of another corporation; (B) The fact that any shareholder, individually or jointly with others, may be a party to or may be interested in any such contract or transaction, and each and every person who may become a shareholder of the corporation is hereby relieved from any liability that may otherwise arise by reason of this contract with the Corporation for the benefit of himself or any firm or corporation in which he/she may in anywise be interested.

ARTICLE XIV. TERM OF EXISTENCE

This corporation is to exist perpetually, and shall commence existence as of the filing of these Articles with the Department of State of the State of Florida.

The undersigned executed these articles of incorporation on this 13th day of June, 2002.


ELIZABETH FRALEIGH O'TOOLE


JAMES WILLIAM O'TOOLE, SR.

STATE OF FLORIDA
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority one **ELIZABETH FRALEIGH O'TOOLE**, who, after being first duly sworn by me, states on oath that she is the subscriber to these Articles Of Incorporation, that she executed the same, and acknowledge before me that she subscribed to these Articles Of Incorporation.

SWORN TO AND SUBSCRIBED before me on this 13th day of June, 2002.

Christy A. Richardson
NOTARY PUBLIC-STATE OF FLORIDA

☐ Personally known
☒ Produced identification
Type of identification produced Florida Driver License



CHRISTY A. RICHARDSON
Notary Public, State of Florida
My comm. expires Nov. 19, 2004
Comm. No. CC 982736

STATE OF FLORIDA
COUNTY OF MADISON

PERSONALLY APPEARED BEFORE ME, the undersigned authority one **JAMES WILLIAM O'TOOLE, SR.**, who, after being first duly sworn by me, states on oath that he is the subscriber to these Articles Of Incorporation, that he executed the same, and acknowledge before me that he subscribed to these Articles Of Incorporation.

SWORN TO AND SUBSCRIBED before me on this 13th day of June, 2002.

Christy A. Richardson
NOTARY PUBLIC-STATE OF FLORIDA

☒ Personally known
☒ Produced identification
Type of identification produced Florida Driver License



CHRISTY A. RICHARDSON
Notary Public, State of Florida
My comm. expires Nov. 19, 2004
Comm. No. CC 982736

**Designation and Acceptance of Registered Agent
for a Florida Corporation**

Pursuant to the provisions of F.S. 607.0501, 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 O'TOOLE'S HERB FARM, INC.
2. The name of the registered agent is ELIZABETH FRALEIGH O'TOOLE.
3. The address of the registered agent/registered office is 305 NE Artemesia Trail, Madison, Florida 32340.

Acceptance

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

Date: June 13, 2002.

Elizabeth Fraleigh O'Toole
ELIZABETH FRALEIGH O'TOOLE

FILED
02 JUN 17 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
COUNTY OF MADISON**

PERSONALLY APPEARED BEFORE ME, the undersigned authority one **ELIZABETH FRALEIGH O'TOOLE**, who, after being first duly sworn by me, states on oath that she is the subscriber to this Designation and Acceptance of Registered Agent for a Florida Corporation, that she executed the same, and acknowledge before me that she subscribed to this Designation and Acceptance of Registered Agent for a Florida Corporation.

SWORN TO AND SUBSCRIBED before me on this 13th day of June, 2002.


NOTARY PUBLIC-STATE OF FLORIDA

☐ Personally known
☒ Produced identification
Type of identification produced Florida Driver License



CHRISTY A. RICHARDSON
Notary Public, State of Florida
My comm. expires Nov. 19, 2004
Comm. No. CC 982736