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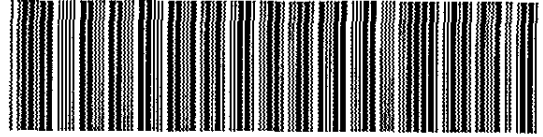
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LAW OFFICES OF
WILSON & MIKA, P.A.

1060 STICKNEY POINT ROAD
SUITE 207
SARASOTA, FLORIDA 34231

VICKI M. WILSON
MARCELLA M. MIKA

TEL (941) 926-1950
FAX (941) 926-8889
WWW.WILSON-MIKA.COM

November 12, 2002

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

Re: Articles of Incorporation: SUN-PURE, INC.

Dear Department of State:

Enclosed please find the original and one copy of the Articles of Incorporation for the for-profit corporation, Sun-Pure, Inc. Also, included is a check in the amount of \$78.75 for the filing fee and certified copy. Please return the incorporation documents to the office above referenced.

If you should have need of any further information, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'Vicki M. Wilson', with a long horizontal line extending to the right.

Vicki M. Wilson, Esq.

Enclosures

VW/ac



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 13, 2002

WILSON & MIKA, P.A.
1960 STICKNEY POINT ROAD
SUITE 207
SARASOTA, FL 34201

SUBJECT: SUN-PURE, INC.
Ref. Number: W02000033852

We have received your document for SUN-PURE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filing Section

Letter Number: 702A00064157

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
SUN PURE INNOVATIONS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I: NAME

The Name of the corporation ("Corporation") is Sun Pure Innovations, Inc.

ARTICLE II: EFFECTIVE DATE

The existence of the Corporation shall begin upon the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE III: PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 4136 Escondito Circle, Sarasota, Florida 34238.

ARTICLE IV: PURPOSE

The purpose for which the corporation is organized is to engage or transact any lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE V: SHARES

The maximum number of shares this Corporation is authorized to issue is One Thousand (1,000) shares, all of which shall be Common Shares having a par value of One Dollar (\$1.00) per share.

ARTICLE VI: REGISTERED AGENT

The initial registered agent for the Corporation is Vicki M. Wilson, Esq., Wilson & Mika, P. A., having offices at 1960 Stickney Point Road, Sarasota, Florida 34231.

ARTICLE VII: BOARD OF DIRECTORS

The board of directors shall manage the business of the Corporation. The initial board of directors shall consist of two (2) members. The names and addresses of the directors who shall serve on the initial board of directors are as follows:

Jimmie L. Adams	4136 Escondito Circle, Sarasota, FL 34238
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Jean H. Adams	4136 Escondito Circle, Sarasota, FL 34238
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ARTICLE VIII: INCORPORATOR

The name and street address of the person signing these articles of incorporation is:

Jimmie L. Adams	4136 Escondito Circle, Sarasota, FL 34238
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ARTICLE IX: AMENDMENT

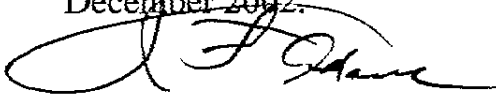
The Corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law or the by-laws of the Corporation. Any right conferred on the shareholders is subject to this reservation.

ARTICLE X: PREEMPTIVE RIGHTS

Pursuant to F.S. 607.0630(4), the initial shareholders in this corporation shall have the Preemptive right to maintain a fifty-one (51%) percent ownership in this Corporation. Thus, the initial shareholders may, at

their option, maintain the fixed percentage of ownership in the Corporation by purchasing a proportionate share of any new stock issued.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation in the manner provided by law this 17th day of December 2002.



Jimmie L. Adams

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Sun Pure Innovations, Inc., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



Vicki M. Wilson, Esq.



Date

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TALLAHASSEE, FLORIDA