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CORPORATION SERVICE COMPANY ACCOUNT NO. : 072100000032 REFERENCE: 620976 162199A AUTHORIZATION: COST LIMIT : \$ PREPAID ORDER DATE: May 6, 2004 ORDER TIME : 12:02 PM ORDER NO. : 620976-005 CUSTOMER NO: 162199A ... CUSTOMER: Ms. Trudy Shore Rick M. Morse, Cpa, P.a. Suite 300 1700 University Drive Coral Springs, FL 33071 DOMESTIC FILING NAME: NATURE'S GARDEN USA, INC. EFFECTIVE DATE: XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP \_\_\_ ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING CONTACT PERSON: Darlene Ward - EXT. 2935 \_\_\_\_ EXAMINER'S INITIALS:

## ARTICLES OF INCORPORATION OF NATURE'S GARDEN USA, INC.

FILED

2004 MAY -6 ₱ 1: 02

SECRETARY OF STATE TALLAHASSEE, FLORIDA

### ARTICLE I

### NAME

The name of this Corporation shall be:

NATURE'S GARDEN USA, INC.

### ARTICLE II

### **PURPOSE**

This Corporation is organized for the purpose of **HEALTH FOOD STORE** and transacting any and all lawful business.

### ARTICLE III

### CAPITAL STOCK

Corporation is authorized to issue 2000 shares of \$ 1 par value common stock.

### ARTICLE IV

### INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this Corporation is:

### 2089 TAMIAMI TRAIL 9<sup>TH</sup> STREET N NAPLES, FL 34102

and the name of the initial registered agent of this Corporation at the above address is:

#### **TONY KAPNISIS**

### ARTICLE V

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is:

# TONY KAPNISIS 2089 TAMIAMI TRAIL 9<sup>TH</sup> STREET N NAPLES, FL 34102

### ARTICLE VI

### **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

## TONY KAPNISIS 2089 TAMIAMI TRAIL 9<sup>TH</sup> STREET N NAPLES, FL 34102

### ARTICLE VII INDEMNIFICATION

The Corporation shall indemnify any office or director or former director to the full extent permitted by law.

#### ARTICLE IX

#### <u>AMENDMENT</u>

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersign	gned subscriber h	as executed these Articles of
Incorporation on this 3 RD	_day of	<u></u> ,2004.
		Janla A

State of Florida County of Broward

TONY KAPNISIS appeared before me, the undersigned authority, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same, freely and voluntarily for the purpose therein expressed.



Notary Public

Seal:

### CERTIFICATE DESIGNATION

FILED

### PLACE OF BUSINESS OR DOMICILE : FOR THE SERVICE OF PROCESS WITHIN FLORIDA MAY -b P 1: 02

NAMING AGENT UPON WHICH PROCESS MAY BE SERVEDETARY OF STATE TALLAHASSEE, FLORIDA

NATURE*S GARDEN USA, INC.
desiring to organize or qualify under the laws of the State of Florida,
with its principal place of business in the city of NAPLES
has named TONY KAPNISIS
located at 2089 TAMIAMI TRAIL 9 <sup>TH</sup> STREET N NAPLES, FL 34102
as its agent to accept service of process within Florida.
Corporate officer Tony Kapnisis
Title President
Date 5/3/0H

In compliance with Section 48.091, Florida Statues, the following is submitted;

Having been named to accept service of process for the above stated

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 and complete performance of my duties.

Corporate office	or State of
Date	5/3/04