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(Requestor's Name)		
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PICK-UP	MAIT WAIT	MAIL
(Business Entity Name)		
(Document Number)		
Certified Copies	Certificates	of Status
Special Instructions to Filing Officer:		



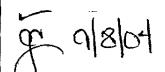
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TRANSMITTAL LETTER

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2004 SEP -3 PM 2: 27

TALLAHASSEE FLORIDA

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

SUBJECT: SPOONER'S ORGANICS INC

Enclosed are an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

\$70.00 Filing Fee.

X \$78.75 Certificate

X \$78.75 \$122.50 Filing Fee & Filing Fee & Certified Copy

\$131.25_ Filing Fee, Certified Copy, & Certificate

FROM: KEVIN KARL SPOONER PO BOX 690146 VERO BEACH, FLORIDA 32969



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

2004 SEP -3 PM 2: 27

TALLAHASSEE FLORIDA

July 20, 2004

KEVIN KARL SPOONER POST OFFICE BOX 690146 VERO BEACH, FL 32969

SUBJECT: SPOONER'S ORGANICS INC.

Ref. Number: W04000027773

We have received your document for SPOONER'S ORGANICS 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 registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

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) 245-6973.

Claretha Golden Document Specialist New Filings Section

Letter Number: 404A00045939

I, Kevin Karl Spooner, on behalf of Spooner's Organic's Inc., have no intentions of reinstating the corporation, therefore releasing the name for another entity to use.

Thank You,

Kevin Karl Spooner

President Sooner's Organic, Inc.

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ARTICLES OF INCORPORATION OF

FILED

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SPOONER'S ORGANICS INC

TALLAHASSEE FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is SPOONER'S ORGANICS INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 1106 33 RD AVENUE SW, VERO BEACH, FLORIDA 32968, PO BOX 690146, VERO BEACH, FLORIDA 32969.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 100, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are KEVIN KARL SPOONER, 1106 33 RD AVENUE SW, VERO BEACH, FLORIDA 32968

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are

Name

-- Address

KEVIN KARL SPOONER 1106 33RD AVENUE SW, VERO BEACH, FLORIDA 32968

The undersigned has/have executed these articles of incorporation on 8-3/-2004

KEVIN KARL SPOOMER, Title

This document was prepared with the assistance of Kimberly A. Temple, 1420 20th Street, Vero Beach, Florida 32960, (772) 778-0021 August 31, 2004.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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: SPOONER'S ORGANICS INC
- 2. The name and address of the registered agent and office is:

KEVIN KARL SPOONER 1106 33RD AVENUE SW VERO BEACH, FLORIDA 32968

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 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.

KEVIN KARL SPOONER

Date: 8-31-2004

This document was prepared with the assistance of Kimberly A. Temple, 1420 20th Street, Vero Beach, Florida 32960, (772) 778-0021 August 31, 2004.

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