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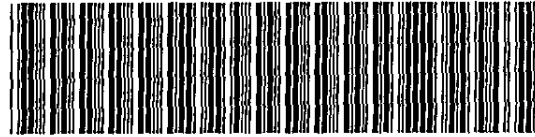
(Business Entity Name)

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11-4-04

WILLIAM T. PRESTON, P.A.

ATTORNEY AT LAW

ADMITTED TO PRACTICE IN VIRGINIA AND FLORIDA

October 28, 2004

Corporate Filings
Division of Corporations
FLORIDA DEPARTMENT OF STATE
P.O. Box 6327
Tallahassee, FL 32314

Re: Native Organics, Inc.

Ladies and Gentlemen:

Kindly find enclosed the following documents for filing:

- Original and one copy of Articles of Incorporation for Native Organics, Inc.
- Certificate of Designation of Registered Agent/Registered Office
- Check #5767 in the amount of \$78.75 for filing fees

I have enclosed an envelope for use in returning the certified copy.

Thank you for your assistance with this matter. Should you have any questions, please feel free to contact my office.

With kind regards.

Respectfully,

William T. Preston /jaf

William T. Preston

WTP/jaf
Enclosures

C:\Jen's Legal\Corporations\Native Organics, Inc\10.28.04 State ltr re Articles.doc

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CLERK OF DISTRICT COURT
JANUARY 1, 1970

**ARTICLES OF INCORPORATION
OF
NATIVE ORGANICS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is:
NATIVE ORGANICS, INC.

ARTICLE II

The street address of the principal office of the Corporation is:
1299 State Road 415, New Smyrna Beach, FL 32168.

ARTICLE III

The maximum number of shares this Corporation is authorized to issue is 10,000, all of which shall be Common Shares.

ARTICLE IV

The initial street address of the Corporation's registered office is:
1299 State Road 415, New Smyrna Beach, Florida, 32168.
The initial registered agent for the Corporation at that address is:
Maureen B. Kisthardt.

ARTICLE V

The initial board of directors shall consist of three members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Names

Addresses

Maureen B. Kisthardt

**1299 State Road 415, New Smyrna
Beach, FL 32168**

J. James Kisthardt

**1299 State Road 415, New Smyrna
Beach, FL 32168**

Kevin K. Kisthardt

**2727 Lee Road 12, #69, Auburn, AL
36832**

ARTICLE VI

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

Name

Address

Maureen B. Kisthardt

**1299 State Road 415, New Smyrna
Beach, FL 32168**

ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned incorporator has executed these articles of incorporation.

Maureen B. Kisthardt
Maureen B. Kisthardt
Incorporator

10/27/04
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **NATIVE ORGANICS, 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.

Maureen B. Kisthardt
Maureen B. Kisthardt
Registered Agent

10/27/04
Date

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CLERK OF COURT
JACKSONVILLE, FLORIDA

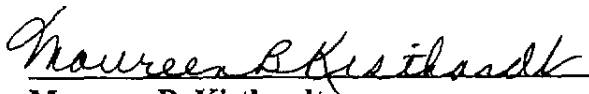
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER 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: **NATIVE ORGANICS, INC.**
2. The name and address of the registered agent and office is:

Maureen B. Kisthardt
1299 State Road 415
New Smyrna Beach, FL 32168

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I 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.


Maureen B. Kisthardt
1299 State Road 415
New Smyrna Beach, FL 32168

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NOTARY PUBLIC
STATE OF FLORIDA