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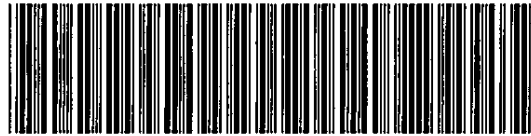
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TALLAHASSEE, FLORIDA

1/11

**Robert G. Gargiulo**

Attorney at Law

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Bradenton, FL 34205

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September 13, 2007

State of Florida  
Department of State  
Division of Corporations  
Attn: New Filings Section  
P.O. Box 6327  
Tallahassee, FL 34314

Re: Incorporation of Mary Arndt  
Corporation

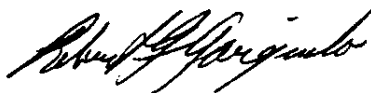
Dear Sir or Madam:

Enclosed is an original and one copy of a certificate of incorporation for filing by your Department. Also enclosed is my check for \$70.00 for filing fees.

Please call me if there is any problem with filing these certificates of incorporation. In addition, any correspondence regarding the filing the certificate of incorporation should be addressed to the undersigned.

Thank you for your cooperation.

Sincerely,



Robert G. Gargiulo

encl 3

DELIVERED BY THE  
STATE OF FLORIDA

Articles of Incorporation  
of  
Mary Arndt Corporation

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07 SEP 17 AM 8:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State Of Florida.

**Article 1**

The name of the Corporation shall be Mary Arndt Corporation.

**Article 2**

The principal place of business and mailing address of the Corporation is 5108 Second Avenue Drive Northwest, Bradenton, Florida 34209.

**Article 3**

The maximum number of shares of stock that this Corporation is authorized to have outstanding is one thousand (1,000) shares of one class of stock with no par value.

**Article 4**

The Board of Directors may authorize the issuance of all or any portion of the corporation's shares without certificates.

**Article 5**

The name and address of the initial registered agent is:

Mary B. Arndt  
5108 Second Avenue Drive Northwest  
Bradenton, Florida 34209

The Board of Directors may from time to time move the office of the registered agent to any other address in the State of Florida.

**Article 6**

The name and address of the incorporator to these Articles of Incorporation is:

Mary B. Arndt  
5108 Second Avenue Drive Northwest  
Bradenton, Florida 34209

The general nature of the business to be transacted by this Corporation is sell and distribute, at retail and wholesale, organic body care products, and perform related activities; and, to engage in any and all other business purposes not prohibited by the Laws of the State of Florida.

#### **Article 7**

This Corporation shall initially have two (2) directors. The number of Directors may be increased or diminished from time to time according to the by-laws adopted by the Stockholders, but shall never be less than one (1).

#### **Article 8**

The name and address of the members of the initial Board of Directors are:

Mary B. Arndt  
5108 Second Avenue Drive Northwest  
Bradenton, Florida 34209

Karen Shultes  
1318 50<sup>th</sup> Avenue Drive West  
Palmetto, Florida 34221

#### **Article 9**

Every amendment must be approved by the Board of Directors, proposed by the Board of Directors to the stockholders, and at a stockholders' meeting approved by a majority of stockholders entitled to vote thereon unless all Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **Article 10**

Each shareholder shall have preemptive rights only in the portion of the shares being issued or sold by the corporation from time to time in the proportion that the number of shares then held by the shareholder bears to the total number of shares then outstanding. Each shareholder shall also have, on an equal basis with other shareholders, preemptive rights on any shares being issued or sold which were not purchased by other shareholders holding preemptive rights.

#### **Article 11**

All shares of stock of the corporation except treasury stock are restricted as follows: Before any shares of stock in the corporation can be sold, transferred, including transfers upon

the death of the shareholder, the shares must be first offered for sale to the corporation at their market value. The corporation shall have 20 business days in which to purchase the stock. If the stock is not purchased by the corporation, the stock must be offered for sale to the other shareholders at market value for a period of 20 business days. Upon the expiration of the offer of sale of the stock to the shareholders, the shares of stock may be sold or transferred to other parties, however this restriction will apply to subsequent transfers of the stock. The market value of the shares for the purposes of this article shall be net earnings for the last year plus the value of inventory which is no older than six months, and book value of assets divided by the number of outstanding shares of stock. For the purposes of this paragraph, net income is gross income less expenses but excluding officer compensation.

#### Article 12

This Corporation elects not to be governed by the provisions of Florida Statute 607.0901 dealing with affiliated transactions.



Mary B. Arndt  
Incorporator

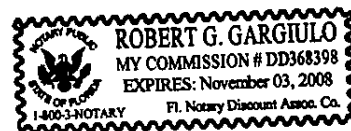
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TALLAHASSEE, FLORIDA

State of Florida )  
County of Manatee)

On the 13<sup>th</sup> day of September, 2007, before me personally appeared Mary B. Arndt, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged that she executed the same freely and voluntarily for the purposes therein contained. She is personally known to me or ~~has produced~~ \_\_\_\_\_ as ~~identification~~ and did ~~(did not)~~ take an oath.



ACCEPTANCE BY REGISTER AGENT



Have 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: 9-13-2007



Mary B. Arndt