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TAYLOR AND EARLY, P. A.

ATTORNEYS AT LAW

111 NORTH FLORIDA AVENUE

DELAND, FLORIDA 32720

RICHARD W. TAYLOR
MEMBER CERTIFIED IN REAL ESTATE
CHARLES L. EARLY, JR.
THOMAS W. COLLIER, JR.

(904) 734-2558

MIDNEY H. TAYLOR
OF COUNSEL

May 15, 1995

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

FILED STATE
SECRETARY OF CORPORATIONS
MAY 24 PM 3:58

RE THE FLORIDA HERB FARM, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation and Acceptance of Registered Agent for THE FLORIDA HERB FARM, INC. I am also enclosing a check in the amount of \$122.50 to cover the filing fee and the charges for certified copy and the designation of registered agent. I would appreciate your filing these articles and please return the certificate and the certified copy to me.

Thank you for your assistance in this matter.

Very truly yours,



Richard W. Taylor

JB 5/30/95

RWT/kbv
Encls.

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****122.50 ****122.50

95 MAY 24 PM 3:53

ARTICLES OF INCORPORATION
OF
THE FLORIDA HERB FARM, INC.

ARTICLE I - NAME

The name of this corporation shall be THE FLORIDA HERB FARM, INC., and the address of the principal office of the corporation is 112 North Florida Avenue, DeLand, Florida 32720.

ARTICLE II - DURATION

The term of existence of this corporation shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of conducting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, each share with a par value of \$100.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation will be 112 North Florida Avenue, DeLand, Florida 32720 and the name of the initial registered agent at that office is Richard W. Taylor.

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time by the By-laws. The initial directors shall be:

Megan Williams	1613 LAKE DRIVE ENCINITAS, CA 92023
Carlos Alaniz	1613 LAKE DRIVE ENCINITAS, CA 92023
Charles Broz	1613 LAKE DRIVE ENCINITAS, CA 92023

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is Charles Broz, 1613 Lake Drive, Encinitas, California 92023.

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE IX - AMENDMENT

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 undersigned subscriber has executed these Articles of Incorporation on this 11 day of May, 1995.

Charles Broz
Charles Broz

STATE OF CALIFORNIA
COUNTY OF San Diego

BEFORE ME this day personally appeared CHARLES BROZ, () to me known to be the person described in and who executed the foregoing instrument, (X) who has produced CA DRIVERS LICENSE for identification, and he acknowledged before me that he executed the same and (X) did () did not take an oath.

WITNESS my hand and official seal this 11th day of May, 1995.

(SEAL)

Joan O'Donnell
JOAN O'DONNELL
(print notary name)
Notary Public
State of California
My Commission Expires: 7/10/97



#981844

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 MAY 24 PM 3:58

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,
FLORIDA STATUTES, 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.

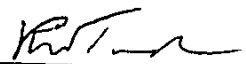
1. The name of the corporation is: THE FLORIDA HERB FARM, INC.
2. The name and address of the registered agent and office is:

Richard W. Taylor
(Name)

112 No. Florida Ave.
(P.O. Box not acceptable)

DeLand, FL 32720
(City/State/Zip)

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.


Richard W. Taylor

Dated: 15 May 1995