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CORPORATION NAM	ME(S) & DOCUMENT NUM	BER(S) (if known):
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NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Officer	Director
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	<u></u> ;
Other	Merger	ALLAHAS T
OTHER FILINGS	REGISTRATION/	AHA E T
Annual Report	QUALIFICATION	SS: 7
Fictitious Name	Foreign	27 PH 12: 07 SSEE. FLORIDA
Name Reservation	Limited Partnership	[OR: 0
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601/31/45	Trademark	Examiner's Initials
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Other

CR2E031(10/92)

FILED

ARTICLES OF INCORPORATION

Enterminate 1995

OF

PAWZ-R-US, INC.

95 JUL 27 PH 12: 07

TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

PAWZ-R-US, INC.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is:

- (a) To engage in retail and wholesale distribution of environmentally friendly products.
- (b) To acquire by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected on any lands owned, held or occupied by the corporation, buildings or other structures, public or private, with their appurtenances, and to manage, operate, lease, rent, rebuild, enlarge, alter or improve any buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands, or interests in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for

investment or otherwise use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

- (c) To engage in the retail, wholesale and manufacturing business in any and all fields and to do all things necessary to engage in any type of business generally.
- (d) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.
- (e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required.
- (f) To purchase the corporate assets of any other corporation and engage in the same or other character of business, including re-purchase of its own shares.
- (g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by, any other corporation of the State of Florida or any other state of government, and, while owner

of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

- (h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same, including purchase of its own shares.
- (i) To carry on any or all of its operations and businesses and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount, and to have, use, exercise and enjoy all of the general powers of like corporations.
- (j) To engage in any and all lawful businesses, trades, occupations and professions.
- (k) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such other things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers or clauses

of this Article or any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is: 100

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be:

9032 - 82nd Street North, Seminole, Pinellas County, Florida 34647.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - DIRECTORS

The corporation shall have no more than two (2) directors, initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than the number required by law.

ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

Julie Roach 9032 - 82nd Street North Seminole, FL 34647

ARTICLE IX - SUBSCRIBERS

The name and street address of each subscriber of these Articles of Incorporation is as follows:

Julie Roach 9032 - 82nd Street North Seminole, FL 34647

ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective at the time of the subscription and acknowledgment hereof, provided that all of the requirements of the law are met.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - MISCELLANEOUS PROVISIONS

It is the intention of the Incorporators of this

corporation that the first Board of Directors adopt a Plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss in stock of a "Small Business Corporation" which qualifies under the Code.

Julye Roach

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME personally appeared JULIE ROACH, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named above this $\frac{1}{2}$ day of $\frac{1}{2}$, 1995.

Presented SOFT D B 20043352523

My commission expires:

Notary Public S. Hays

RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.901, Florida Statutes, tho following is submitted, in compliance with said Act:

First - That PAWZ-R-US, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Seminole, County of Pinellas, State of Florida, had named Julie Roach, located at 9032 - 82nd Street North, City of Seminole, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

> Julie Roach Resident Agent

P95000058808

February 21, 1996 9032 82 St. N. Seminole, Fl. 34647

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

Dear Sandra,

200001786962 -03/07/96--01105--004 +***148.75

Enclosed is my annual corporation report, with all the necessary corrections. I've also encluded, my Articles of Amendment, to my Articles of Corporation. All that is needed here, to make the necessary changes in my corporate name. You will find a check for \$148.75, accompanying this letter. I wish to have (2) Certified copies of the amendments, plus a certified copy of Status.

FLED WM -5 PM D: 55 Most Sincerely,

VILING 35.00

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OVERPAYETER TOTAL 14878

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February 2, 1996

Florida Dept. of State Division of Corporations P.O.Box 6327 Tallahassee, Fla. 32314

Dear Sir,

I presently own a business filed under the name of PAWZ-R-US, INC.. The name of my business is in conflict with another nationally known business carrying a simular name. So, I'm requesting a name change for my business. I want to change my business name only, all else will remain the same. All articles of corporation will be as they are, With the exception of a business name change. Please advise me of any further notices or forms needed for changing the business name of a corporation.

Present business and corporate name: PAWZ-R-US, INC.

New modified business and Corporate name:

PAWZ, HERBS AND SUCH, INC.

Document number of corporation is P95000058808.

Most Sincerely

Julie Roach

ARTICLES OF AMENDMENT FILED TO ARTICLES OF INCORPORATION 96 MAR -5 PM 12: 55 OF SECRETARY CLASSICS ARTICLES OF AMENDMENT FILED

PAWZ-R-US, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 1 NAME

The name of the corporation shall be, amended to PAWZ HERBS AND SUCH, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: January 2, 1996

FO	URTH: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were
	sufficient for approval by" voting group
	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
\Box	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day
	shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Director/Incorporator
	Title

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