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ERWIN A. CLAYTON  
(1997-1998)

HARRY C. DUNCAN  
(1997-1998)

EFFECTIVE DATE  
July 27, 1995

July 28, 1995

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

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-07/31/95--01036--0004  
\*\*\*\*122.50 \*\*\*\*122.50

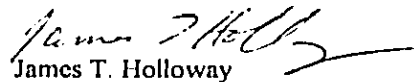
RE: Xereaux, Inc.

Dear Sirs:

Enclosed please find the Articles of Incorporation for Xereaux, Inc. along with a photocopy of the same. Also enclosed, is our firm's check in the amount of \$122.50. Please return the certified copy to the above address.

Thank you for your attention to this matter.

Sincerely,

  
James T. Holloway

JTH/tg  
Enclosure

95 JUL 31 PM 4:45

CLERK OF STATE  
DIVISION OF CORPORATIONS

W 8/1/95

ARTICLES OF INCORPORATION

OF

Xeroaux, Inc.

EFFECTIVE DATE

7/20/2011

95 JUL 31 PM 4:45

ARTICLE I  
NAME

The name of the corporation is Xeroaux, Inc.

ARTICLE II  
DURATION

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if these Articles are not filed by the Department of State of the State of Florida within ten days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III  
PURPOSE AND NATURE OF BUSINESS

The purpose for which this corporation is organized and the general nature of the business to be transacted by this corporation is to engage in the sale of nutritional fruit drinks and other nutritional health related items and any other business not prohibited by law.

ARTICLE IV  
CAPITAL STOCK

Authorized Capital. The authorized capital stock of this corporation shall consist of One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5250 S.W. 92nd Ct., Gainesville, Florida, 32608, and the name of the initial registered agent of this corporation at that address is Dr. Glenn Paige.

ARTICLE VI  
DIRECTORS

(a) Number. This corporation shall have Five (5) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Directors. The name and street address of the members of the first Board of Directors of this corporation are:

Name	Address
Dr. Glenn Paige	5250 S.W. 92nd Court Gainesville, FL 32608
Dr. Michelle Brown	5250 S.W. 92nd Court Gainesville, FL 32608
Herbert Paige	4713 Taft Park Metairie, LA 70002
Annette Paige	4713 Taft Park Metairie, LA 70002
Donna Paige	804 Peachtree Forest Ave. Norcross, GA 30092

(c) Compensation. The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

(d) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### ARTICLE VII INITIAL PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be 5250 S.W. 92th Court, Gainesville, Florida, 32608.

#### ARTICLE VIII RESTRAINT ON ALIENATION OF SHARES

No shareholder of this corporation may sell, hypothecate or otherwise transfer said shareholder's shares except to another individual or entity eligible to be a shareholder of this corporation, or as may be agreed upon in any written shareholder agreement.

ARTICLE IX  
BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE X  
INCORPORATOR

The name and street address of the incorporator of this corporation is:

Name	Address
Dr. Glenn Paige	5250 S.W. 92nd Court Gainesville, FL 32608

OFFICERS


The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Name	Address
President Dr. Glenn Paige	5250 S.W. 92nd Court Gainesville, FL 32608
Vice President Herbert Paige	4713 Taft Park Metairie, LA 70002
Vice President Dr. Michelle Brown	5250 S.W. 92nd Court Gainesville, FL 32608
Secretary Donna Paige	804 Peachtree Forest Ave. Norcross, GA 30092
Treasurer Annette Paige	4713 Taft Park Metairie, LA 70002

ARTICLE XII  
AMENDMENT


This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 27 day of July, 1995.

  
Dr. Glenn Paige

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

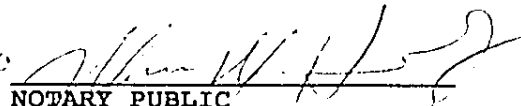
  
Dr. Glenn Paige

Dated: 7/27/95

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of July, by Dr. Glenn Paige, who is personally known to me OR Y who has produced identification, and who did/did not take an oath.  
Identification produced:

Florida Notary Public License # 12200-062-64-3956

  
NOTARY PUBLIC

Printed Name: Maria M. Hernandez

Commission No.: cc 325766

Commission Expires: 10/24/97

