

P95000062605



ronald levitt associates, inc.
public relations counselors
141 sevilla / coral gables / florida 33134
(305) 443-3223 / fax (305) 444-1587

David -

THANKS.

I KNOW IT'S IN GOOD

HANDS.

Rm

63 AUG 11 11 11 AM '95
FBI
FBI

6000001562606
-08/16/95--01097--013
*****78.75 *****78.75

SHARON L. TALA AUG 15 1995

ARTICLES OF INCORPORATION
OF
POSTULA GINSENG OF AMERICA, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

Article I Name

The name of the corporation shall be:

Postula Ginseng of America, Inc.

The principal place of business of this corporation shall be:

RLA Building, 141 Sevilla Avenue, Coral Gables, FL 33134

Article II Nature of Business

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

The general nature of the business or businesses to be transacted by said corporation shall be:

1. To conduct the general business of marketing and sales of ginseng and other health-related products in the U. S. and internationally, as well as other allied fields related to the general field of health products.
2. Directly and/or through ownership of stock in any corporation, to purchase, lease, hire or otherwise acquire; to hold, own, exchange, maintain, improve, alter, lease, sell, convey or otherwise dispose of real estate, neither improved or unimproved, and any interest or right therein, in or out of this state and in any other place or places in the several states and territories of the United States, and in foreign countries, as shall be found necessary and convenient from time to time for the lawful purposes of the corporation.
3. To erect, construct, maintain, improve, rebuild and enlarge, alter, manage and control directly and/or through ownership in any corporation, any kind and all kinds of buildings, houses, hotels, factories, and any and all other structures which may at any time be necessary, useful or advantageous for the purposes of the corporation.
4. To borrow money and contract debts when necessary for the transaction of its business, or for the exercise of its corporate rights, privileges, or franchises, or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures, and other obligations and evidences of indebtedness payable at a specified time or times, or payable upon the happening of a specified event or events, whether secured by mortgage, pledge, or otherwise, or unsecured, for money borrowed, or in payment for property, purchased or acquired or in any other lawful objects.

FILED
JUL 11 11 PM '93
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE
STATE OF FLORIDA

5. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of capital stock of, or any bonds, securities or evidence of indebtedness created by any other corporation or corporations of this state or any other state or government and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

6. To purchase, hold, sell and transfer shares of its own capital stock, subject, however to such limitations as may be provided by law; and provided further that shares of its own capital stock owned by the corporation, shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders' quorum or vote.

7. To purchase, or otherwise acquire, directly and/or through ownership of stock in any corporation, all or any part of the business, good will, rights, property, and assets of all kinds, of any corporation, association, partnership, or individual, and to pay for the same in cash, with the stock of this corporation, bonds or otherwise, and to hold or in any manner dispose of the whole or any part of the property so purchased; or to conduct in any lawful manner the whole or any part of the business so acquired, provided that such business is within the authorization of the said Acts of the Legislature of the State of Florida, 1925, and any Acts amendatory thereto, and to exercise all the powers necessary or convenient in or about the conducting and management of such business.

Without any particular limiting of any of the objects and powers of the corporation, it is expressly declared and provided that the corporation shall have powers of the corporation, it is expressly declared and provided that the corporation shall have power in carrying on its business, or for the purpose of accomplishment of any of the purposes or attainment of any of the objects hereinabove mentioned to make and perform contracts of any kind and description and do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of Florida upon corporations formed under the Acts hereinabove referred to, and which a co-partnership or natural person could do and exercise and which now or hereafter may be authorized by law.

Article III Capital Stock

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100,000 (One hundred thousand) shares and they shall be of no nominal or no par value.

Article IV Terms of Existence

This corporation is to exist perpetually.

Article V Officers and Directors

The name and street address of the initial officer and director, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, is:

Ronald L. Levitt -- Director -- 7170 S. W. 119 St., Miami, FL 33156

Roger M. Fieremans - Director, RR#1 - Burgesville, Ontario Canada NOJ1Co

Howard Levitt - Director, 12372 S.W. 94 Terrace, Miami, FL 33186

Article VI Incorporator(s)

The name and street address of the Incorporator to these articles of incorporation is:
Ronald L. Levitt, 7170 SW 119 St., Miami, FL 33156.

IN WITNESS WHEREOF, The undersigned incorporator has executed these Articles of
Incorporation this 11th day of August, 1995.

Signature(s) of Incorporator(s)

[Signature] # L130-732-31-103

STATE OF FLORIDA
COUNTY OF Dade



THE FOREGOING instrument was acknowledged and sworn to before me this
11th day of August, 1995, by Ronald L. Levitt of Postula Ginseng of America,
Inc.

[Signature]
Notary Public

My commission Expires: 5/10/98

-seal-

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the law 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: POSTULA GINSENG OF AMERICA, INC.
2. The name and address of the registered agent and office is: RONALD L. LEVITT, RLA BUILDING, 141 SEVILLA AVENUE, CORAL GABLES, FL 33134

SIGNATURE _____

TITLE _____

DATE _____

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE _____

DATE _____