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ARTICLES OF INCORPORATION OF  
ISLAND SPICE, INC.

I, the undersigned, desiring to form a corporation for the purposes hereinafter stated, under and pursuant to Chapter 607 of the Florida Statutes, do hereby declare as follows:

ARTICLE I

The name of the corporation shall be:

ISLAND SPICE, INC.

ARTICLE II

BUSINESS AND POWERS

The corporation may engage in any activity or business permitted under the laws of the United States and of the state of Florida.

ARTICLE III

STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock having a par value of \$1.00 per share. The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the incorporators or by the directors at a meeting called for such purposes or at the organization meeting. Property, labor or services may be purchased or paid for with the capital stock at a just valuation of said property to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock, and said purchases shall be on such basis and for such consideration as the directors of the company may decide.

ARTICLE IV

MINIMUM CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred Dollars.

SANFORD Z. CHEVLIN, ESQ.  
19 WEST FLAGLER ST. #400  
Miami, FL 33130  
FBN. 407437 / 305-371.1522

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**ARTICLE V**

**TERMS OF EXISTENCE**

This corporation shall have a perpetual existence.

**ARTICLE VI**

The principal office or place of business of the corporation shall be located at 7812 Kismet Street, Miramar, Florida 33023.

**ARTICLE VII**

**BOARD OF DIRECTORS**

The affairs of the corporation shall be conducted by a board of not less than one nor more than five directors.

**ARTICLE VIII**

**INITIAL DIRECTORS**

The names and street addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation shall hold office for the first year of the corporation's existence or until their successors selected and shall have qualified, are the following:

**NAME**

SHERIDAH LYN-DIAZ

GELI KESHA CAMPBELL

**ARTICLE IX**

**ASSIGNMENT OF SUBSCRIPTION RIGHTS**

The original incorporation of the corporation shall have the right upon its organization, to assign and deliver their subscriptions of the stock to any other person or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation who, upon acceptance of such assignment, shall stand in lieu of the original incorporators and

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assume and carry out all rights, liabilities and duties entailed by said subscriptions, subject to the laws of the state of Florida and the execution of the necessary instruments of assignment.

#### ARTICLE X

##### SUBSCRIBERS

The names and street addresses of each person signing these Articles of Incorporation are:

NAME	ADDRESS
SHERIDAH LYN-DIAZ - PRESIDENT	7812 Klemet Street, Miramar, 33023
GELI KESHA CAMPBELL - VICE PRES	

#### ARTICLE XI

##### INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 7812 Klemet Street, Miramar, Florida 33023 and the name of the initial registered agent of this corporation at that address is SHERIDAH LYN-DIAZ.

#### ARTICLE XII

##### TRANSACTION WITH RELATED PARTIES

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No contract or other transaction between the corporation and any other corporation in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer of or are the directors or officers of such other corporation, and any director or directors, individually or jointly, may be party or parties to or may be interested in any, such contract or transaction of the corporation or in which the corporation is interested, and no contract, act or transaction of the corporation with any person or persons, firm or corporation in the absence of fraud shall be effected or invalidated by the fact any director or directors of the corporation is a party or parties to be interested in such contract, act or transaction or in any way connected with such person or persons, firm or corporation and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be otherwise interested. Any director of the corporation may vote

upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company. This Article XII shall apply equally to contract other transactions between the corporation and interested persons including the subscribers of initial directors.

## ARTICLE XIII

## INDEMNIFICATION

This corporation shall indemnify and insure its officers, directors, employees and agents to the fullest extent permitted by law either now or hereafter.

## ARTICLE XIV

## EFFECTIVE DATE

The effective date of this corporation shall be the date these Articles are filed in the office of the Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned subscribers for the purpose of forming a corporation to do business in the state of Florida under the laws of the state of Florida, do make and file these Articles of Incorporation, hereby declaring that the facts herein stated are true on this \_\_\_\_\_ day of \_\_\_\_\_, 199\_\_.

Sheridan Lyn Diaz SHERIDAN LYN DIAZ - PRESIDENT

STATE OF FLORIDA: :COUNTY OF BROWARD:

On this day before me an officer duly authorized to administer oaths and take acknowledgments in the county and state aforesaid personally appeared SHERIDAN LYN DIAZ who is well known to be the incorporator described in and who executed the foregoing Articles of Incorporation of ISLAND SPICE, INC., and who acknowledged that he executed the same as such incorporator for the purpose therein expressed.

WITNESS my hand and official seal at Broward County, Florida on this 13th day March 1996.

Richard R. Brunson  
Notary Public, State of Florida  
My commission expires:



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April 25, 1997  
CHRYSTINE CARROLL, R.N.

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