960000026187

JERRY W. ALLENDER
ATTORNEY AT LAW
POST OFFICE BOX 1386
TITUSVILLE, FLORIDA 32781-1386

NORTH BREVARD OFFICE
115 COUNTRY CLUB DRIVE
TITUSVILLE, FLORIDA 32780
407/269-1511

CENTRAL BREVARD OFFICE
1485 N. ATLANTIC AVENUE
COCOA BEACH, FLORIDA 32931
407/784-3238

March 15, 1996

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****122.50 ****122.50

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: Aloe Essence, Inc.

Gentlemen:

I enclose Articles of Incorporation and Designation of Registered Agent of the above-named corporation. Also enclosed is my check to cover the following costs:

Filing Fee	$ 35.00
Certificate of Registered Agent	35.00
Certified Copy of Articles	52.56
	$122.50

FILED
96 MAR 19 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please return the certified copy to the undersigned in the enclosed self-addressed, stamped envelope.

Very truly yours,

JERRY W. ALLENDER

J W Allender

JWA:gb
Encls.

/TRADEMARK STATE

3-25-96
FB

ARTICLES OF INCORPORATION
OF
ALOE ESSENCE, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.
NAME

The name of this corporation is: ALOE ESSENCE, INC.

ARTICLE II.
NATURE OF BUSINESS

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

(a) To manufacture, purchase and sell all kinds of drugs, medicines, oils, and all other kinds of merchandise and supplies usual to the wholesale drug business.

(b) To engage in, operate, conduct, and maintain the business of manufacturing, buying, selling, importing, exporting, or otherwise dealing in, in wholesale or retail quantities, clothing of all kinds for men, women, and children, haberdashery, drygoods, fancy goods, cloths, stuffs, notions, maternity garments, clothing accessories, trimmings, millinery goods, and the like, and all supplies, materials, findings, tools, machines, appliances, and apparatus employed in or related to the manufacture of such wares.

(c) To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Florida;

To generally engage in, do, and perform, any enterprise, act, or vocation that a natural person might or could do or perform;

To engage in the manufacture, sale, purchase, importing, and exporting of merchandise and personal property of all manner and description, to act as agents for the purchase, sale, and handling of goods, wares, and merchandise of any and all types and descriptions for the account of the corporation or as factor, agent, procurer, or otherwise for or on behalf of another.

(d) To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation;

To generally engage in, do and perform, any enterprise, act, or vocation that a natural person might or could do or perform;

To engage in the manufacture, sale, purchase, importing, and exporting of merchandise and personal property of all manner and description, to act as agents for the purchase, sale, and handling of goods, wares, and merchandise of any and all types and descriptions for the account of the corporation or as factor, agent, procurer, or otherwise for or on behalf of another.

(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 payment of corporate indebtedness as required.

The foregoing paragraphs shall be construed as enumeration both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III.
CAPITAL STOCK

The maximum shares of stock of the corporation authorized to be outstanding at any time is 1000 shares of common stock, having a par value of $1.00 per share.

ARTICLE IV.
INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is Five Hundred Dollars ($500.00).

ARTICLE V.
TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE VI.
ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of this corporation is 4500 Capron Road, Titusville, Florida 32780, and the mailing address is the same.

ARTICLE VII.
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4500 Capron Road, Titusville, Florida 32780, and the initial registered agent of this corporation at that address is CANDACE HOEFFNER.

ARTICLE VIII.
DIRECTORS

This corporation shall have at least one (1) and no more than six (6) directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE IX.
INITIAL DIRECTORS

The name and post office address of the first Board of Directors of this corporation are:

Name	Address
Candace Hoeffner	4500 Capron Road Titusville, FL 32780

ARTICLE X.
SUBSCRIBERS

The name and post office address of each subscriber of these Articles of Incorporation and the number of shares of stock each agrees to take are:

Name	Address	Shares
Candace Hoeffner	4500 Capron Road Titusville, FL 32780	100

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE XI.

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

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Titusville, Florida, this 26 day of February, 1996.

Candace Hoeffner

Candace Hoeffner

STATE OF FLORIDA)

COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally appeared CANDACE HOEFFNER, to me well known and known to me to be the person described in and who signed the foregoing Articles of Incorporation, and who acknowledged before me under oath that she signed the same freely and voluntarily for the uses and purposes therein expressed, and who produced a driver's license as identification.

WITNESS my hand and official seal at Titusville, Brevard County, Florida, this 26 day of February, 1996.

Joan Golembiewski

Notary Public, State of Florida

My Commission Expires:

JOAN GOLEMBIEWSKI
MY COMMISSION # CC385686 EXPIRES
July 31, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
96 MAR 19 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

FIRST: That ALOE ESSENCE, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 4500 Capron Road, Titusville, County of Brevard, State of Florida has named CANDACE HOEFFNER, 4500 Capron Road, Titusville, Florida 32780, as its agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, and place designated in the 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.

SIGNED this 26 day of February, 1996.

Candace Hoeffner
Candace Hoeffner
Resident Agent

P96000026187

August 27, 1997

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

To Whom It May Concern:

This letter is to inform you of my change of address for my company - ALOE ESSENCE, INC..

The old address is: 4500 Capron Road
Titusville, Florida 32780

The new address is: 4810 Key Largo Drive
Titusville, Florida 32780

If further information is needed, please feel free to contact me.

Thank you,

Candace C. Hoeffner

Candace C. Hoeffner
President, Aloe Essence, Inc.

KS 9/3