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ARTICLES OF INCORPORATION

OF

BOTANICAL CONCEPTS, INC.

ARTICLES - NAME

The name of this Corporation is BOTANICAL CONCEPTS, INC.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by the Corporation and its objects and powers shall be as follows:

To perform all legal purposes and engage in the transaction of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this Corporation is authorized to issue is 500 shares of common stock, which shall have a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE & AGENT

The street address and principal office of the initial registered office of this corporation is 2826 SO. UNIVERSITY DRIVE, APT 3103 DAVIE, FLORIDA 33328 and the name of the initial registered agent at that address is DAVID PEARSON .

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have <u>ONE (1)</u> director constituting the initial Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws. The name and address of the initial member of the Board of Directors is:

DAVID PEARSON 2826 SO. UNIVESITY DRIVE APARTMENT 3103 DAVIE, FLORIDA 33328

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

DAVID PEARSON 2826 SO. UNIVERSITY DRIVE APARTMENT 3103 DAVIE, FLORIDA 33328

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE IX - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this $\underline{16}$ day of \underline{MAY}, 1996.

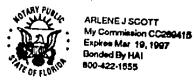
DAVID PEARSON

STATE OF FLORIDA) COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared DAVID PEARSON , known to me and known by me to be the person who executed the foregoing Articles of Incorporation for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and have affixed my official seal in the State and County aforesaid, this 16 day of MAY, 1996.

My commission expires:



Arleya + Scott

CERTIFICATE OF REGISTERED AGENT FOR PURPOSES OF SERVICES OF PROCESS WITHIN THE STATE, NAMING AGENT UPON PROCESS MAY BE SERVED.

t, DAVID PEARSON	_ having been named to accept
service of process forBOTAN	ICAL CONCEPTS, INC. , a
corporation desiring to organiz	e under the laws of the State of
Florida with its principal offi	ce as indicated in the Articles of
Incorporation, at the City of D	AVIE, County of BROWARD,
State of FLORIDA, do hereby acc	ept to act in this capacity and
agree to comply with the provis	ions of the Florida Statutes
relative to keeping open said o	ffice.

DAVID PEARSON

CERTIFICATE DESIGNATION (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 607.34 Florida Statues, the following is submitted, in compliance with said Act:

First-That BOTANICAL CONCEPTS, INC. desiring to organize under the laws of the State of Florida with it's principal office, as indicated in the articles of incorporation at City of DAVIE, County of BROWARD, State of Florida has named DAVID PEARSON located at 2826 SO. UNIVERSITY DRIVE, APT. 3103, of DAVIE, County of BROWARD, State of FLORIDA, as it's agent to AHASSIN accept service of process within this state.

ACKNOWLEDGEMENT: (Must be signed by designated agent)

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

DAVID BEARSON