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NAME: NEW AGE PHARMACEUTICALS, INC.

AUDIT NUMBER.....H97000010797

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 4

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DIVISION OF CORPORATIONS

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Amended
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7/1/97

FAX AUDIT NO. H97000010797

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
NEW AGE PHARMACEUTICALS, INC.**

This corporation was incorporated on December 30, 1996 under the name New Age Pharmaceuticals, Inc. Pursuant to Sections 607.1003 and 607.1004, Florida Business Corporation Act, the amendments to the corporation's Articles of Incorporation were approved by unanimous written consent of the directors on June 6, 1997 and by written consent of the shareholders of this corporation on June 6, 1997. The only voting group entitled to vote on the adoption of the Amendment consists of the holders of the corporation's common stock. The number of votes cast by such voting group was sufficient for approval by that voting group.

NOW, THEREFORE, the corporation's Articles of Incorporation are hereby amended and restated to read as follows:

ARTICLE 1

NAME AND ADDRESS

Section 1.1 Name. The name of the corporation is Eden Labs, Inc.

Section 1.2 Address of Principal Office. The address of the principal office of the corporation is 5498 Worthington Loop, Palm Harbor, Florida 34685.

Section 1.3 Mailing Address. The mailing address of the corporation is 5498 Worthington Loop, Palm Harbor, Florida 34685.

ARTICLE 2

DURATION

Section 2.1 Duration. This corporation shall exist perpetually.

ARTICLE 3

PURPOSES

Section 3.1 Purposes. This corporation is organized for the purposes of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

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Prepared by: Charles V. Hedrick, Esq.
Fla. Bar No. 284130
Foley & Lardner
200 Laura St. N., P.O. Box 240
Jacksonville, FL 32201-0240

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ARTICLE 4

CAPITAL

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is fifty million (50,000,000) shares (the "Capital Stock") divided into classes as follows:

(a) Ten million (10,000,000) shares of preferred stock having a par value of \$0.01 per share (the "Preferred Stock"), and which may be issued in one or more classes or series as further described below; and

(b) Forty million (40,000,000) shares of common stock having a par value of \$0.01 per share (the "Common Stock").

All such shares shall be issued fully paid and nonassessable.

The Board of Directors is authorized to provide for the issuance of the Preferred Stock in one or more classes and in one or more series within a class and, by filing the appropriate Articles of Amendment with the Secretary of State of Florida which shall be effective without shareholder action, is authorized to establish the number of shares to be included in each class and each series and the preferences, limitations and relative rights of each class and each series. Such preferences must include the preferential right to receive distributions of dividends or the preferential right to receive distributions of assets upon the dissolution of the Corporation before shares of Common Stock are entitled to receive such distributions.

ARTICLE 5

REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the registered office of this corporation is 200 Laura Street, Jacksonville, Florida 32202 and the name of the registered agent of this corporation at that address is F&L Corp.

ARTICLE 6

BYLAWS

Section 6.1 Bylaws. Bylaws may be amended or repealed from time to time by either the board of directors or the shareholders, but the board of 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 board of directors.

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ARTICLE 7

INDEMNIFICATION

Section 7.1 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 8

AMENDMENT

Section 8.1 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 undersigned President of the Corporation has executed these Amended and Restated Articles of Incorporation as of this 6th day of June, 1997.



Gene C. Weitz, President

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ACCEPTANCE BY REGISTERED AGENT

F&L Corp.

By: Charles V. Hedrick
Charles V. Hedrick, Authorized Signatory

Date:

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