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Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399  
Ph: 904/487-6052

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-01/15/97--01095--013  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: AVALON FOOD AND HEALTH PRODUCTS, INC.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for:

\$131.25 for Filing Fee, Certified Copy and Certificate.

FROM: SCOTT POWELL  
3712 S.W. 19<sup>TH</sup> ST.  
GAINESVILLE, FL 32608  
352-335-5555

FILED  
97 JAN 15 PM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1-20-97  
TD

## ARTICLES OF INCORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the state of Florida, adopt the following articles of incorporation:

### ARTICLE I:

The name of the corporation is: **AVALON FOOD AND HEALTH PRODUCTS, INC.**

### ARTICLE II:

The period of its duration is: **INDEFINITE.**

### ARTICLE III:

The purpose of the corporation is: To distribute food and health products, and to transact any or all lawful business for which corporations may be incorporated under Florida Statutes chapter F.S. 607.164(1)(c) (1989)

### ARTICLE IV:

The aggregate number of authorized shares is: **1,000.**

### ARTICLE V:

The corporation will not commence business until at least **100.00 dollars** have been received by it as consideration for the issuance of shares.

### ARTICLE VI:

Cumulative voting of shares of stock is authorized.

### ARTICLE VII:

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation do not exist.

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**ARTICLE VIII:**

Provisions for regulating the internal affairs of the corporation are: Defined by the Bylaws of the corporation, Directed by the Board of Directors and Ultimately controlled by the stockholders.

**ARTICLE IX:**

The address of the initial registered office of the corporation is: 3712 S.W. 19th St., Gainesville, FL 32608 and the name of its initial registered agent at such address is: Scott Powell.

**ARTICLE X:**

Address of the principal place of business is: 3712 S.W. 19th St., Gainesville, FL 32608. Phone 352/335-5555.

**ARTICLE XI:**

The number of directors constituting the initial board of directors of the corporation is two, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
<u>Scott Powell</u>	<u>3712 S.W. 19th St.,</u> <u>Gainesville, FL 32608</u>

**ARTICLE XII:**

The name and address of each incorporator is:

Name	Address
<u>Scott Powell</u>	<u>3712 S.W. 19th St.,</u> <u>Gainesville, FL 32608</u>

The undersigned incorporator has executed these Articles of Incorporation this 13<sup>th</sup> day of January, 1997.

  
\_\_\_\_\_  
Signature

Date January 13, 1997

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS 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 AVALON FOOD AND HEALTH PRODUCTS, INC.**
  
- 2. The name and address of the registered agent and office is:**

\_\_\_\_\_ SCOTT POWELL \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ 3712 S.W. 19<sup>TH</sup> ST. \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ GAINESVILLE, FL 32608 \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ 352-335-5555 \_\_\_\_\_

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

\_\_\_\_\_  
  
(Signature)

\_\_\_\_\_  
1/13/97  
(Date)

**DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314**