

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT:

One Earth Pharmacies Inc.

(Proposed corporate name - must include suffix)

800002076978--4

-02/04/97--01103--010

*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Shawn Oldham

Name (Printed or typed)

450 N. Lake Mont Ave, Suite A,

Address

Winter Park, FL 32792

City, State & Zip

(407) 672-1140

Daytime Telephone number

FILED
97 FEB -3 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*2/5/97
TB*

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
of

ONE EARTH PHARMACIES INC.

The undersigned subscriber to these articles of incorporation
a natural person competent to contract, hereby forms a corporation for profit
under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be One Earth Pharmacies Inc.

ARTICLE II

ADDRESS OF CORPORATION

The initial street address of the principal office of this corporation in the State of Florida
is 450 North Lakemont Avenue, Suite A, Winter Park, FL. 32792. The Board of
Directors may from time to time move the principal office to any other address in
Florida.

ARTICLE III

SHARES

The maximum number of shares of capital stock that this corporation is authorized to
issue and have outstanding at any time is five hundred (500) shares at one dollar (\$1.00)
per share.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name of the initial registered agent is Mykal Kitchens. The street address of the
initial registered office is 450 North Lakemont Avenue, Suite A, Winter Park, FL. 32792.

97 FEB -3 PM 1:17
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

NAME OF INCORPORATORS

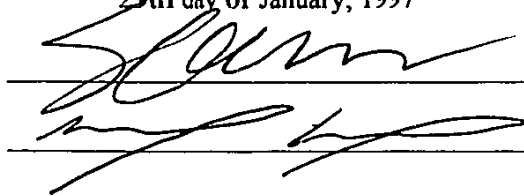
Mykal Kitchens, President/Secretary, 11632 Churchill St., Orlando, FL 32817
Shawn Oldham, Vice President/Treasurer, 406 S. Oak Ave., Sanford, FL 32771

ARTICLE IX

AUTHORIZATION OF INCORPORATION

The corporation shall be deemed to be in effect upon execution of these Articles of
Incorporation.

The undersigned incorporators have executed these Articles of Incorporation this
29th day of January, 1997

Two handwritten signatures are written over two horizontal lines. The top signature is a cursive name, likely "Shawn Oldham". The bottom signature is another cursive name, likely "Mykal Kitchens".

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


In pursuance 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/agent, in the State of Florida.

The name of the corporation is One Earth Pharmacies, Inc.

The name and address of the registered agent and office is:
Mykal Kitchens, 450 N. Lakemont Ave, Suite A, Winter Park, Florida, 32792.

ACKNOWLEDGMENTS

Having been named 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.

_____, Resident Agent
1/30/97_____, Date

FILED
97 FEB -3 PM 1:17
TALLAHASSEE
SECRETARY OF STATE