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EMPIRE CORPORATE KIT

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FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: QUALITY HERBS, INC.

AUDIT NUMBER.....H97000002564

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION
OF
QUALITY HERBS, INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

**ARTICLE I
Name**

The name of the corporation shall be:

Quality Herbs, Inc.

**ARTICLE II
Principal Office**

The principal place of business and mailing address of this corporation shall be:

13400 SW 232 St., Miami, Florida 33170

**ARTICLE III
Capital Stock**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares

**ARTICLE IV
Initial Registered Agent and Address**

The name and address of the initial registered agent is:

Kermit Wood
13400 SW 232 St
Miami, FL 33170

**ARTICLE V
Incorporator(s)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Kermit Wood
13400 SW 232 St
Miami, FL 33170

Prepared by:
J. Andrew Bartleson, Esq.
Florida Bar 618330
533 Majors Avenue
Coral Gables, FL 33134
305-529-0040

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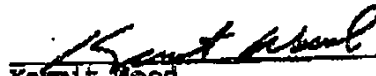
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EMPIRE CORPORATE KIT

P.10/18

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The undersigned has(have) executed these Articles of
Incorporation this 11 day of February, 1997.


Kermit Wood
Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered
Agent of Quality Herbs, Inc. The undersigned is familiar with and
accepts the obligations of this position.

Dated this 11 day of February, 1997.


Kermit Wood
Registered Agent

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