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Faucheu & Jones, P.A.

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Attorneys at Law

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April 9, 1997

EFFECTIVE DATE
4-16-91

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-04/10/97-01052--007
***70.00 ***70.00

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Sunshine Herbs, Inc.

Gentlemen:

Enclosed please find the original of the Articles of Incorporation of the above-referenced corporation together with the Acceptance of Resident Agent. Also enclosed is a check in the amount of \$70.00 to cover the filing fee. Please note the corporate existence should commence on April 14, 1997.

At your earliest convenience, please file these Articles. Thank you for your assistance with this matter. If there are any questions, please do not hesitate to call collect.

Very truly yours,

FAUCHEUX & JONES, P.A.

Nancy L. Jones

NLJ:qc

Enclosures

APR 10 1981 BSB

ARTICLES OF INCORPORATION
OF
SUNSHINE HERBS, INC.

FILED

97 APR 10 PM 2:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

EFFECTIVE DATE

4-14-97

The name of this corporation is SUNSHINE HERBS, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - TERM OF EXISTENCE

This corporation shall commence its existence as of Apr. 14, 1997. This corporation will exist perpetually.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of capital stock which this Corporation is authorized to issue is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share, which shall be designated "Common Shares."

ARTICLE V - PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 4466 Layfette Street, Marianna, Florida 32446. The registered agent for this corporation

is Joel G. King whose address is 4466 Layfette Street, Marianna, Florida 32446.

ARTICLE VI - BOARD OF DIRECTORS

The number of directors of the initial Board of Directors of this corporation is two (2). The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than two (2). The name and address of the initial directors of this corporation are as follows:

Joel G. King
4466 Layfette Street
Marianna, Florida 32446

Rosie King
4466 Layfette Street
Marianna, Florida 32446

ARTICLE VII - INDEMNIFICATION

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

ARTICLE VIII- INCORPORATOR

The name of the person signing these Articles is Joel G. King, whose address is 4466 Layfette Street, Marianna, Florida 32446.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3 day of April, 1997.


Joel G. King

STATE OF FLORIDA,
COUNTY OF BAY.

The foregoing instrument was sworn to, subscribed, and acknowledged before me this 3 day of April, 1997, by Joel G. King who is personally known to me or who has produced _____ as identification.

Personally Known

Produced Identification

Type of Identification

Gail A. Collins
NOTARY PUBLIC

STATE OF Florida

Gail A. Collins

Print Name



Gail A. Collins
My Commission CC588994
Expires Sep. 29, 2000

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

FILED

OF

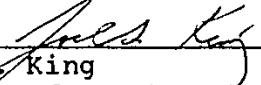
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SUNSHINE HERBS, INC..

TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607 of the Florida Statutes relative to keeping open said office.

Dated as of the 3 day of April, 1997.



Joel G. King
Registered Agent