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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 446560 119622A

AUTHORIZATION :

*Patricia Pyjunt*

COST LIMIT : \$ 70.00

ORDER DATE : June 30, 1997

ORDER TIME : 10:25 AM

ORDER NO. : 446560-005

CUSTOMER NO: 119622A

CUSTOMER: Gary D. Fields, Esq  
GARY D. FIELDS, ESQ

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Suite 700  
4400 P.g.a. Boulevard  
Palm Bch Garden, FL 33410

DOMESTIC FILING

NAME: NATURAL INNOVATIONS  
INTERNATIONAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS: \_\_\_\_\_

1 31 JUN 30 1997

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FILED

97 JUN 30 PM 2:24

TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

NATURAL INNOVATIONS INTERNATIONAL, INC.

The undersigned incorporator hereby forms a corporation under the applicable Florida Statutes, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESSES

The name of the Corporation shall be:

NATURAL INNOVATIONS INTERNATIONAL, INC.

The address of the principal office of this corporation shall be 11062 S. Military Trail, Suite 423, Boynton Beach, FL 33436, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office in the State of Florida is Admiralty Tower - Suite 700, 4400 PGA Boulevard, Palm Beach Gardens, Florida 33410. The name of the initial registered agent at such address is Gary D. Fields.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - DIRECTORS AND OFFICERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors initially. The names and addresses of the Initial Directors and Officers, who shall serve until their successors are duly elected and qualified or until their earlier resignations or removal, are as follows:

<u>Name</u>	<u>Title (if applicable)</u>	<u>Address</u>
Cyndi Buerster	Director/President	5427 Pinetree Drive Delray Beach, Florida 33484
Eric Kalish	Director/Secretary/ Treasurer/Vice President	401 Bentley Street, Unit 2 Markham, Ontario L3R 9T2

ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles is as follows:

<u>Name</u>	<u>Address</u>
Cyndi Buerster	5427 Pinetree Drive Delray Beach, Florida 33484

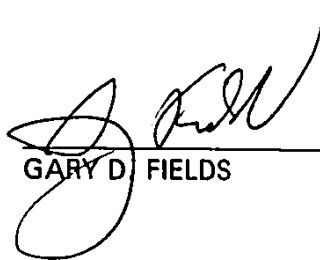
The undersigned incorporator has executed these Articles of Incorporation this 25<sup>TH</sup> day of June, 1997.

INCORPORATOR

Cyndi Buerster  
CYNDI BUERSTER

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent of NATURAL INNOVATIONS INTERNATIONAL, INC., I hereby accept the appointment as Registered Agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as Registered Agent and agree to comply with all laws relating to the proper and complete performance of my duties.

  
GARY D. FIELDS

Date: 6/27, 1997

RECEIVED  
JUL 1 1997  
TALLAHASSEE, FLORIDA