

P97000074285

July 25, 1997

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

100002253811--9
-07/31/97--01062--007
***122.50 ***122.50

DEAR Sir/Madame:

I am enclosing the Articles of Incorporation for Botanica Alafi for registration in the State of Florida together with my check in the amount of \$122.50 (\$35.00 Filing Fee, \$35.00 Registered Agent Fee, \$52.00 Fee for my copy to be forwarded to me).

Thank you for your attention to this matter.

Sincerely,

Gladys Zurita
Gladys Zurita
1110 Redmond St.
Orlando, Florida 32809-0000

ENC. Check \$122.50
ARTICLES OF INCORPORATION - BOTANICA ALAFI

FILED
97 AUG 25 10 13
TALLAHASSEE, FLORIDA

Wendy
7/31/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 1, 1997

GLADYS ZURITA
1110 REDMOND STREET
ORLANDO, FL 32809

SUBJECT: BOTANICA ALAFI, INC.
Ref. Number: W97000017791

We have received your document for BOTANICA ALAFI, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 697A00039321

BOTANICA ALAFI
4866 S. Orange Blossom Trail
Orlando, Florida 32809-0000

August 20, 1997

DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

ATTENTION: DANA CALLOWAY, Document Specialist

RE: NUMBER W97000017791, BOTANICA ALAFI, INC.

Dear Ms.Calloway:

In accordance with the instructions contained in your letter of August 1, 1997, the clause, "I, Joaë Hernandez, hereby am familiar with and accept the duties and responsibilities as Registered Agent" has been inserted on to page 5 of the incorporation papers and also included in addendum page 6, with signed acceptance of Registered Agent, page 6.

I trust that this meets the requirements.

Sincerely,

Gladys Zurita
Gladys Zurita
ENCS.

ARTICLES OF INCORPORATION

OF

BOTANICA ALAFI

FILED
97 AUG 25 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles Of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is BOTANICA ALAFI, INC.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is as follows:

(a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improved or unimproved, or any right or interest therein.

(b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

(c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to assure the payment of corporate indebtedness as required.

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(e) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other character of business.

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(g) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

(h) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restrictions as to place or amount, and to have, use, exercise and enjoy all of the general powers of like corporations.

(i) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 5,000 shares of common stock, each share having a par value of \$1.00. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the Board of Directors; provided, however, that in the event such designation is specifically made by the Board of Directors, said stock shall be deemed voting.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is \$ 5,000.00.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 4866 S. Orange Blossom Trail, Orlando, Florida 32809-0000.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - DIRECTORS

The corporation shall have three Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the initial Directors who shall hold office until their successors are

elected and have qualified are as follows:

Gladys Zurita, President	Jose Hernandez, Vice-President
1110 Redmond St.	1110 Redmond St.
Orlando, Fl.32809-0000	Orlando, Fl.32809-0000

Manuel Zurita Hernandez, Secretary-Treasurer

ARTICLE IX - SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation, the number of shares agreed to take and the value of the consideration therefor are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>Number Of Shares</u>	<u>Value</u>
Gladys Zurita	1110 Redmond St. Orlando, FL.32809-0000	2,500	\$2,500.00
Jose Hernandez	1110 Redmond St. Orlando, FL.32809-0000	2,500	\$2,500.00
Manuel Zurita Hernandez	1110 Redmond St. Orlando, Fl. 32809-0000	0	0

ARTICLE X - EFFECTIVE DATE .

These Articles of Incorporation shall be effective
on DATE OF FILING.

ARTICLE XI - RESIDENT AGENT

The Resident Agent of the Corporation shall be

JOSE HERNENDEZ. The Resident Agent office
shall be located at 4866 S. ORANGE BLOSSOM TRAIL, ORLANDO,
FLORIDA 32809-0000

I, Jose Hernandez, hereby am familiar with and accept the duties
and responsibilities as Registered Agent.

Gladys Zurita (Seal)
GLADYS ZURITA, President

Jose Hernandez (Seal)
JOSE HERNENDEZ, Vice-President

Manuel Zurita Hernandez (Seal)
MANUEL ZURITA HERNENDEZ, Sec.-Treas.

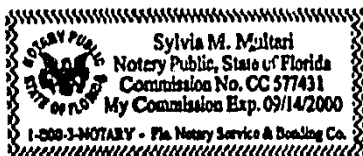
_____(Seal)

STATE OF FLORIDA

COUNTY OF ORANGE

Before me personally appeared Gladys Zurita
Jose Hernandez and Manuel Zurita Hernandez
to me well known and known to me to be the individual described
in and who executed the foregoing Articles of Incorporation,
executed the same for the purpose therein expressed.

Witness my hand and official seal in the County and
State named above this 26th day of July, 19 97



Sylvia M. Multari
Notary

ARTICLE XI - RESIDENT AGENT

I, Jose Hernandez, hereby am familiar with and accept the duties and responsibilities as Registered Agent for the Corporation Botanica Alafi.

Jose Hernandez
JOSE HERENENDEZ

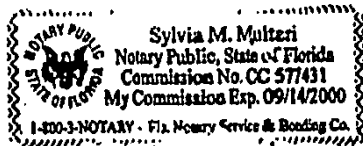
STATE OF FLORIDA

County Of ORANGE

Before me personally appeared Jose Hernandez
is well KNOWN and known to me to be the individual described
in and who executed the above statement for inclusion in the
Articles of Incorporation.

Witness my hand and official seal in the County and State
named above this 20th day of August, 1997.

Sylvia M. Multer
Notary



FILED
97 AUG 25 AM 10:13
TALLAHASSEE, FLORIDA