

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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Natural Spirit Nutra-
Specialties, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Name Reservation _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by: CJB 94 942

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

94-97

ARTICLES OF INCORPORATION
OF
NATURAL SPIRIT NUTRA-SPECIALTIES, INC.

FILED
SECRETARY OF STATE
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The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I: NAME OF CORPORATION

The name of this corporation shall be **Natural Spirit Nutra-Specialties, Inc.**

ARTICLE II: NATURE OF BUSINESS

The general nature of business to be transacted by this corporation shall be as follows:

- a) To engage in any and all lawful business;
- b) To conduct business, have one or more officers, hold, mortgage, sell, convey, lease or otherwise dispose of real or personal property, including franchises, patents, copyrights, trademarks, and licenses of the State of Florida and in all other States and Countries;
- c) To contract debts and borrow money, issue and sell or place bonds, notes and other evidences of debts, and to execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as may be required;
- d) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation in the State of Florida or by any other State or Government, and while the owner of such stock to exercise all of the rights, powers, and privileges of ownership, including the right to vote such stock;
- e) To purchase the corporate assets of any other corporation and engage in the same character of business;
- f) To enter into, make, perform and carry out contracts for any lawful purpose pertaining to the business of the corporation, without limit as to amount, with any person, firm, syndicate,

committee, associate or corporation, or municipal or governmental board, body, or authority, either domestic or foreign, now or hereafter to be organized; and,

g) In general, an in connection with the foregoing, this corporation shall have and may exercise all of the powers of like corporations confirmed by the corporation laws of the State of Florida, it being expressly provided that enumeration of the objects, powers, and purposes hereinabove specified shall not be held to limit or restrict in any manner the object, powers and purposes of the corporation, and none of the clauses named in this article shall be in any way limited or restricted by reference to the terms of any clauses, objects, powers or purposes set forth in this article, or in any other article hereof, but that the objects, powers and purposes specified in each of the clauses of this article shall be regarded as independent and cumulative purposes, powers and objects.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock in this corporation is authorized to have outstanding at one time is 5,000 shares of common stock, which shall have \$1 par value per share. Any such stock may be issued and sold in whole or fractional shares, and there may be included in the by-laws of the corporation provisions recognizing pre-emptive rights of the stockholders and having limitations on the issue of or the transfer of stock of the corporation. The stockholders of the corporation may agree among themselves, or with the corporation, upon limitations on the transferability or assignment of the stock issued by the corporation, or provisions and agreements for pre-emptive rights of purchase with reference to such stock or any part thereof, whether issued or to be issued, or for options for the purchase in the event of the sale of the stock issued by the corporation.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation shall begin with shall be not less than One Hundred Dollars (\$100.00).

ARTICLE V: TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI: INITIAL ADDRESS

The initial post office address of this corporation in the State of Florida shall be at 4546 NW 13th Street, Number 33, Gainesville, Florida 32609. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII: DIRECTORS

The corporation shall initially have two directors. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders, but never shall have less than one director.

ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office address of the members of the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
John Lindsay	4546 NW 13th Street Number 33 Gainesville, Florida 32609
George Fails	2420 NW 142nd Avenue Gainesville, Florida 32609

The names, title and address of the initial officers who shall hold office during the first year of the corporation's existence or until their successors are elected are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
John Lindsay	President Treasurer	4546 NW 13th Street Number 33 Gainesville, Florida 32609
George Fails	Vice-President Secretary	2420 NW 142nd Avenue Gainesville, Florida 32609

ARTICLE IX: INCORPORATORS

The name and address of the incorporators to theses Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
John Lindsay	4546 NW 13th Street Number 33 Gainesville, Florida 32609
George Fails	2420 NW 142nd Avenue Gainesville, Florida 32609

ARTICLE X: SUBSCRIBERS

The names and post office address of each subscriber to these Articles of Incorporation, the number of shares each subscribes to, and the consideration therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
John Lindsay	4508 SE 1st Street Gainesville, Florida 32691	100	\$100
George Fails	2420 NW 142nd Avenue Gainesville, Florida 32609	20	\$ 20

ARTICLE XI: CONDUCT OF BUSINESS

In furtherance and not in limitation of the powers conferred by statutes, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the corporation:

a) Subject to such restriction, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the bylaws, the Board of Directors shall have the general management and control of the business and may exercise all of the powers of the corporation except such as may be by statute, or by the Articles of Incorporation or amendment thereto, or the bylaws as constituted from time to time, expressly conferred upon or reserved to the stockholders;

b) Authorized shares of stock may be issued for a consideration having value in the judgment of the Board of Directors;

c) The initial bylaws may be adopted by the subscribers hereto. Such bylaws may be amended, altered, or repealed only by

the stockholders of the corporation by an affirmative vote of the holders of a majority of the common stock outstanding entitled to be voted. No such bylaws shall be in conflict with these Articles of Incorporation or with any outstanding prior agreements of the stockholders which appear of record in the minute book or other records of the corporation; and,

d) The corporation shall have such officers as may be from time to time provided in the bylaws and such officers shall be designated in such manner and shall hold their offices for such time and shall have such powers or duties as may be prescribed by the bylaws, or as may be determined from time to time by the Board of Directors subject to the bylaws.

ARTICLE XII: EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of filing with the State of Florida.

ARTICLE XIII: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 21st day of August 1997.

BY: [Signature]
John Lindsay
BY: [Signature]
George Falls

DATE: 8/21/97
DATE: 8/21/97

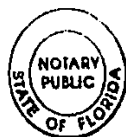
STATE OF Florida
COUNTY OF Alachua

The foregoing instrument was personally acknowledged before me this 21st day of August, 1997 by John Lindsay who is personally known to me or who has produced FL Driver License as proper identification and who has executed and delivered the foregoing instrument for the purpose therein expressed, and who did ~~(did not)~~ take an oath.

WITNESS my hand and official seal in the state and county named above this 21st day of August, 1997.

Carolyn A. Lyons
NOTARY PUBLIC

STATE OF Florida
My Commission Expires:



CAROLYN A. LYONS
My Comm Exp. 12/12/97
Bonded By Service Ins
No. CC335795
☐ Personally Known ☒ Not Known

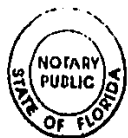
STATE OF Florida
COUNTY OF Alachua

The foregoing instrument was personally acknowledged before me this 21st day of August, 1997 by George Fails who is personally known to me or who has produced Florida Driver License as proper identification and who has executed and delivered the foregoing instrument for the purpose therein expressed, and who did ~~(did not)~~ take an oath.

WITNESS my hand and official seal in the state and county named above this 21st day of August, 1997.

Carolyn A. Lyons
NOTARY PUBLIC

STATE OF Florida
My Commission Expires:



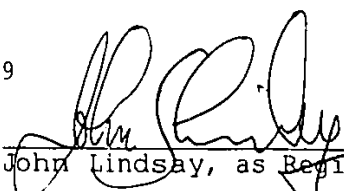
CAROLYN A. LYONS
My Comm Exp. 12/12/97
Bonded By Service Ins
No. CC335795
☐ Personally Known ☒ Not Known

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered agent and registered office in the State of Florida:

1. The name of the corporation is **Natural Spirit Nutra-Specialties, Inc.**

2. The name and address of the registered agent and office is:
John Lindsay
4546 NW 13th Street
Number 33
Gainesville, Florida 32609

SIGNATURE: 

TITLE: John Lindsay, as Registered Agent

DATE: 8/21/97

PRESIDENT

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I **John Lindsay** hereby accept to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

BY: 

John Lindsay, as the
Registered Agent for

Natural Spirit Nutra-Specialties, Inc.

DATE: 8/21/97

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