

P98000015300

Joseph F. McDermott
Attorney at Law

115 Corey Avenue
P.O. Box 67245
St. Pete Beach, Florida

33736-7245

(813) 367-1080

February 13, 1998 Fax (813) 367-1273

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

600002431326--8
-02/16/98--01067--012
****122.50 ****122.50

RE: ARTICLES OF INCORPORATION
APOTHECARY BOTANICA, INC

Dear Sir:

Enclosed for filing please find Articles of Incorporation
for Apothecary Botanica, Inc. along with the filing fee of \$122.50.

Very truly yours,

JOSEPH F. McDERMOTT
ATTORNEY AT LAW

JFMCD:gg
Encl

FILED
98 FEB 16 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/17/98-747

**ARTICLES OF INCORPORATION
OF
APOTHECARY BOTANICA, INC.**

MICHELLE McDERMOTT ROBERTSON and MARLA J. N
CRANE, the undersigned incorporators, for the purpose of forming a
corporation under the Florida Business Corporation Act, hereby adopt the
following Articles of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 16 AM 8:19

FILED

ARTICLE I – NAME

The name of the corporation shall be: **APOTHECARY BOTANICA, INC.** and the nature of the business shall be pharmacy and any other lawful purposes.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 445 Corey Avenue, St Pete Beach, Florida 33706.

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 of no par value.

The maximum number of shares that the corporation is authorized to have at any one time shall be 100 shares of no par value common, capital stock all of one class and kind only, and having equal voting rights, with-

out priority, preference or restrictions. The stock as aforesaid shall be paid for in lawful money of the United States, or in property, or in labor, services, technical knowledge and skill at a just valuation to a meeting to be called for that purpose. All voting power of this corporation shall be vested in the common stock above designated.

ARTICLE IV – INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **JOSEPH F. McDERMOTT**, 445 Corey Avenue, St Pete Beach, FL 33706.

ARTICLE V – INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are: **MICHELLE McDERMOTT ROBERTSON**, 4701 9th Avenue North, St Petersburg, FL 33713 and **MARLA JEAN CRANE**, 2502 Pass-a-Grille Way, St Pete Beach, Fl 33706.

ARTICLE VI – DIRECTORS

The number of directors shall initially be two, but this number may be increased by by-laws adopted by majority vote of the stockholders.

ARTICLE VII – INITIAL DIRECTORS AND OFFICERS

The name and post office addresses of the first Board of Directors and Officers, subject to the provisions of this Certificate of Incorporation, the by-laws and the law of the State of Florida, who shall not be required to be

stockholders of this corporation, and who shall hold office for the first year of the corporation's existence or until successors are elected and have qualified are:

MICHELLE McDERMOTT ROBERTSON, 4701 9th Avenue North, St Petersburg, Florida 33713 - PRESIDENT

MARLA JEAN CRANE, 2502 Pass-a-Grille Way, St Pete Beach, Fl 33706 - SECRETARY – TREASURER

ARTICLE VIII – TERM OF EXISTENCE

The term of existence of said corporation shall be perpetual.


ARTICLE X – AMENDMENT

These Articles and Certificate of Incorporation may be amended in the manner provided by law; each amendment shall be approved by majority action of the Board of Directors, proposed by them to the stockholders and approved at a meeting called for such purpose by the majority of the stock entitled to vote thereon, unless all of the Directors of all the stockholders sign a written statement manifesting their intention that a certain amendment of Articles and Certificate of Incorporation be made.

IN WITNESS WHEREOF we the undersigned natural persons,

competent to contract, hereby adopt these Articles of Incorporation this the

day of February, 1998.


MICHELLE McDERMOTT ROBERTSON
PRESIDENT

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared MICHELLE McDERMOTT ROBERTSON, to me well known to be the person described in and who executed the foregoing instrument and acknowledged to and before me she executed said instrument for the purposes therein expressed and the facts therein are true and correct.

That MICHELLE McDERMOTT ROBERTSON is personally known to me and did take an oath.

WITNESS my hand and official seal this the 12th day of February, 1998.




NOTARY PUBLIC
MY COMMISSION EXPIRES


MARLA JEAN CRANE
SECRETARY/TREASURER

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared MARLA JEAN CRANE, to me well known to be the person described in and who executed the foregoing instrument and acknowledged to and before me she executed said instrument for the purposes therein expressed and the facts therein are true and correct.

That MARLA JEAN CRANE is personally known to me and did take
an oath.

WITNESS my hand and official seal this the 12 day of February,
1998.



NOTARY PUBLIC
MY COMMISSION EXPIRES

DESIGNATION OF RESIDENT AGENT

This document shall serve as Notice that the undersigned, **JOSEPH F. McDERMOTT** whose address is 445 Corey Avenue, St Pete Beach, Fl 33706 is to serve as Resident Agent for the purpose of service of process and other matters for **APOTHECARY BOTANICA, INC.**



JOSEPH F. McDERMOTT

FILED
98 FEB 16 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA