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April 6, 1998

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

000002482170-013 4

-04/08/98-01021-013 4

****122.50 ****122.50

Re: Florida Organic Sales, Inc.

Ladies/Gentlemen:

Enclosed you will find the original and one copy of Articles of Incorporation for the referenced corporation.

Also enclosed is a check in the amount of \$122.50 to cover the cost of the charter tax, filing fee and registered agent fee.

Thank you for your cooperation in this matter.

Sincerely,

William H. Ogle
William H. Ogle

WHO/lz
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR -8 AM 9:34

FILED

**ARTICLES OF INCORPORATION
OF
FLORIDA ORGANIC SALES, INC.**

FILED
98 APR -8 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) 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 FLORIDA ORGANIC SALES, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock, each share having the par value of \$10.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Fifteen Thousand Dollars (\$15,000.00).

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 4416 Lake Street, Leesburg, FL 34748. The

Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This corporation shall have 2 directors initially. the number of Directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders.

ARTICLE VIII- INITIAL DIRECTORS

The names and street addresses of the Board of Directors who shall hold office until their successor or successors are elected and have qualified are:

<u>Name</u>	<u>Address</u>
Harry Kalajian	4416 Lake Street Leesburg, FL 34748
Fay Young	10822 NW 199th Avenue Alachua, FL 32615

ARTICLE IX - SUBSCRIBER(S)

The names and street addresses of the subscribers of these Articles of Incorporation and the number of shares of stock they have agreed to take are as follows:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Harry Kalajian	4416 Lake Street Leesburg, FL 34748	50
Fay Young	10822 NW 199th Avenue Alachua, FL 32615	50

ARTICLE X - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4416 Lake Street, Leesburg, FL 34748 and the name of the initial registered agent of this corporation at that address is Harry Kalajian.

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

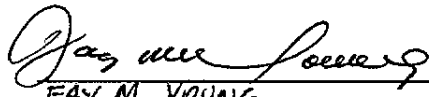
ARTICLE XII - PREEMPTIVE RIGHTS

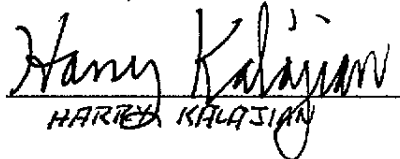
Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all of the shareholders 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 my, our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this _____ day of MARCH 20, 1998.


FAY M. YOUNG (SEAL)


HARRY KALAJIAN (SEAL)

STATE OF FLORIDA

COUNTY OF

I HEREBY CERTIFY that before me this day, personally appeared FAY M. YOUNG & HARRY KALAJIAN, to me known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and seal in the County and State named above this 20 day of MARCH, 1998.

Buffa A. Blanchet
Notary Public, State of Florida

Personally known to me: _____
Produced identification: ✓
Type of identification: _____

NOTARY PUBLIC - STATE OF FLORIDA
BUFFA A. BLANCHET
COMMISSION # CC643231
EXPIRES 7/7/2001
BONDED THRU ASA 1-888-NOTARY1

My Commission Expires:

The undersigned, having been named to accept service of Process for the above stated corporation, at the place designated in Article X of the Articles of Incorporation, hereby accepts to act in this capacity and agrees to comply with the provisions of Section 49.091, Florida Statutes, relative to keeping open said office.

By: Harry Kalajian
HARRY KALAJIAN

FILED
98 APR -8 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA