

Buchanan Ingersoll
PROFESSIONAL CORPORATION

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June 25, 1998

Florida Secretary of State- Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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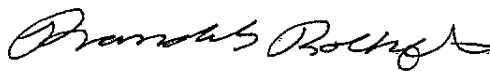
RE: ESSENTIAL HERBAL PRODUCTS, INC.

Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation for filing on behalf of the corporation referenced above. Please file the articles and return a stamped copy to me. I have enclosed a check in the amount of \$70.00 to cover the filing fee.

Should you have any questions regarding same, please do not hesitate to call me.

Very truly yours,



RANDI ROTHFIELD

RR:eb
Encls.

FILED
98 JUN 29 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
T. SMITH JUN 29 1998

ARTICLES OF INCORPORATION
OF
ESSENTIAL HERBAL PRODUCTS, INC.

The undersigned incorporator hereby forms a corporation under the Florida Business Corporation Act, Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be ESSENTIAL HERBAL PRODUCTS, INC.

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 1844 North Nob Hill Road, Suite 175, Plantation, Florida 33322, and the mailing address of the corporation shall be the same.

ARTICLE III. 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 IV. CAPITAL STOCK

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

ARTICLE V. REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the corporation shall be Mark Rosenbloom, 1844 North Nob Hill Road, Suite 175, Plantation, Florida.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually unless dissolved according to law.

FILED
98 JUN 29 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation:

Mark Rosenbloom
1844 North Nob Hill Road, Suite 175
Plantation, Florida 33322

ARTICLE VIII. NUMBER OF DIRECTORS

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) Director, the exact number to be determined from time to time in accordance with the Bylaws.

ARTICLE IX. INITIAL BOARD OF DIRECTORS

The name and address of the members of the initial Board of Directors of this corporation, who shall hold office until the first annual meeting of the shareholders, and thereafter until any successor Directors are elected is as follows:

Mark Rosenbloom
1844 North Nob Hill Road, Suite 175
Plantation, Florida 33322

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7 day of June, 1998.

By: 

MARK ROSENBLOOM, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: ESSENTIAL HERBAL PRODUCTS, INC.
2. The name and address of the registered agent and office is:

Mark Rosenbloom
1844 North Nob Hill Road, Suite 175
Plantation, Florida 33322

Having been named as registered agent and to accept service of process for the above-styled corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


MARK ROSENBLOOM

Date: 6/10/98

FILED
98 JUN 29 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA