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

100002633011--7
-09/04/98--01131--004
****122.50 ****122.50

SUBJECT: GARD'N FRESH, INC.

September 1st, 1998.

Dear Sirs,

Please find enclosed an original and one (1) copy of the Articles of Incorporation and a check for \$122.50.

FROM: Veronique Jarry
6000 N. Ocean Blvd, #2C
Fort Lauderdale, FL 33308.

Thank you.



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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: GARD'N FRESH, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
4737 N. Ocean Blvd, Ste 150
Fort Lauderdale, FI 33308

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 (five thousands).

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

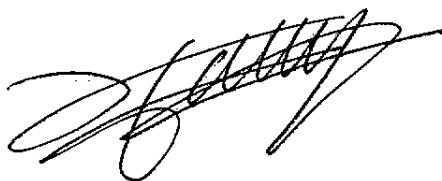
Veronique Jarry
6000 N. Ocean Blvd
Fort Lauderdale, FI 33308

ARTICLE V INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are:

Veronique Jarry
6000 N. Ocean Blvd, #2C
Fort Lauderdale, FI 33308

The undersigned incorporators have executed these Articles of Incorporation this
1st day of September, 1998.



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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, Florida statutes, 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:

GARD'N FRESH, INC.

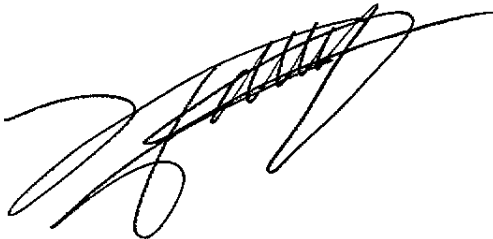
2 - The name and address of the registered agent and office is:

Veronique Jarry
6000 N. Ocean Blvd
Fort Lauderdale, FL 33308

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated 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.

9/1/98

A handwritten signature in black ink, appearing to be 'Veronique Jarry', written over a horizontal line.