

JAMES A. HORLAND

PENTHOUSE 4 • CITICENTRE

290 N.W. 165TH STREET

MIAMI, FLORIDA 33169

TELECOPIER

(305) 940-8526

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(305) 945-7800

P 980000079185

September 4, 1998

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*****70.00 *****70.00

VIA FEDERAL EXPRESS

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Wholesome Solutions, Inc.

TO WHOM IT MAY CONCERN:

Enclosed you will find the following:

1. Original and one copy of Articles of Incorporation.
2. Check payable to Secretary of State in the amount of \$70.00 to cover the \$35.00 filing fee and the \$35.00 registered agent fee.

Please file the original and return a stamped-in copy (uncertified) of the Articles of Incorporation in the stamped, pre-addressed envelope enclosed herewith.

Thank you for your assistance.

Very truly yours,

James A. Horland
JAMES A. HORLAND

JAH/mjf
Enclosures

James-
AUTHORIZATION BY PHONE TO
CORRECT # of officers
DATE 9-14-98
DOC. EXAM. [initials]

FILED
98 SEP - 8 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WHOLESOME SOLUTIONS, INC.**

FILED
98 SEP -8 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

WHOLESOME SOLUTIONS, INC.

The address of the principal office of this corporation shall be 1301 S.W. 142nd Ave, Suffolk H 115, Pembroke Pines FL 33027 and the mailing address of the corporation shall be the same.

ARTICLE II. 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 290 NW 165th Street, PH-4, Miami, Florida 33169, and the name of the initial registered agent of the corporation at that address is James A. Horland.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have four officers and two directors, initially, or such other number of officers and directors as are set forth in the By-laws of the Corporation. The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

John Sexton
President and Director
1301 S.W. 142nd Ave
Suffolk H 115
Pembroke Pines, FL 33027

Joanne Sexton
Secretary, Treasurer and Director
1301 S.W. 142nd Ave.
Suffolk H 115
Pembroke Pines, FL 33027

Eric Snider
Vice-president
1301 S.W. 142nd Ave
Suffolk H 115
Pembroke Pines, FL 33027

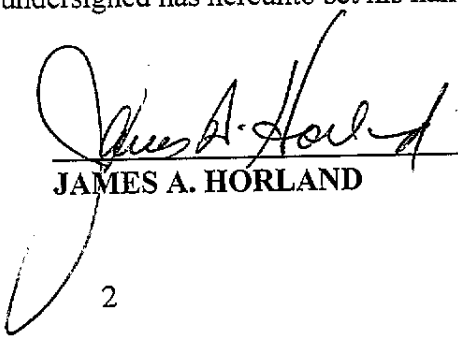
ARTICLE VIII. INCORPORATOR

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

James A. Horland
290 NW 165th Street, PH-4
Miami, FL 33169

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this

4th day of September, 1998.


JAMES A. HORLAND

ACCEPTANCE OF REGISTERED AGENT

DESIGNATED IN ARTICLES OF INCORPORATION

James A. Horland, having a business office of 290 NW 165th Street, PH-4, Miami, Florida 33169, and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



JAMES A. HORLAND, Registered Agent

FILED

98 SEP -8 PM 1:35

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**