Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

-09/08/98--01035--009 ****131.25 ****131.25

| \$70.00 Filing Fee | \$78.75 Filing Fee & Certificate | \$122.50 Filing Fee & Certified Copy Additional Copy | X \$131.25 Filing Fee, Certified Copy & Certificate Required | |
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PAS NATURAL PRODUCTS INC

(Proposed corporate name - must include suffix)

NOTE: Please provide the original and one copy of the articles.

P.Hall

ARTICLES OF INCORPORATION

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P & S NATURAL PRODUCTS INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE | NAME

The name of the corporation shall be: P & S NATURAL PRODUCTS INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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. Sales Natural Products & Miscellaneous 2

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation authorized to have outstanding at any one time is:

100 shares @ \$ 1.00 Par Value
Total \$ 100.00 U.S. Dollars.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Mr. Pedro O. Perez, Pres, Vice, Secret

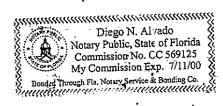
9521 Fountainbleau Blvd # 402 Miami, Florida 33172

ARTICLE VI INCORPORATOR(S)

| The nation is | ame(s) (are): | and | street ac | ldress(e | s) of the | incorporato | r(s) to this articles of incorpora- | |
|------------------|-------------------|------------|---------------------------|------------------|---------------|-----------------------------------|---|------|
| Mr. | Pedro | 0. | Perez, | Pres. | Vice, | Secret . | 9521 Fountainbleau Blvd # 4 Miami, Florida 33172 | 10,5 |
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| day of | SEPT | - | , 19 98 b | yMR . | | o o. Perez Name of inco | | |
| of_P | & S N | ATU | IRAL PRO (Name | DUCTS OF CO | • | | | |

Notary Public

My Commission Expires: 7/11/00



CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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

| | The name of the corporation is: P & S NATURAL PRODUCTS_INC. |
|----------------|---|
| 2. | The name and address of the registered agent and office is: MR. PEDRO O. PEREZ, PRESIDENT. |
| | 9521 FOUNTAINBLEAU BLVD # 402 |
| | (P. O. BOX NOT ACCEPTABLE) MIAMI, FLORIDA 33172 |
| | CITY/STATE/ZIP) SIGNATURE Conformation (Corporate Officer) TITLE PRESIDENT. DATE SEPT 3, 1998 |
| AC PI PI | AVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED OR OR PORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY GREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE ROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE ERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF ECTION 607.325 FLORIDA STATUTES. SIGNATURE Registered Agent) |
| | DATE Sept 3, 1998 |