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FLORIDA DIVISION OF CORPORATIONS

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CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

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FAX #: (305) 541-3770

NAME: GLOBAL NATURAL PRODUCTS, INC.

AUDIT NUMBER.....H98000021167

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

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**ARTICLES OF INCORPORATION**  
**OF**  
**GLOBAL NATURAL PRODUCTS, INC.**

The undersigned Incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida in accordance with Section 607.0202, Florida Statutes.

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation is:

GLOBAL NATURAL PRODUCTS, INC.

**ARTICLE II**

**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE III**

**NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and of the State of Florida.

James D. Payer, Esquire  
Florida Bar # 0081541  
PAYER & TWOMBLY, P.A.  
1999 S.W. 27<sup>th</sup> Avenue, Second Floor  
Miami, FL 33145 (305) 854-4442

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#### ARTICLE IV

##### CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One (\$1.00) Dollar per share.

#### ARTICLE V

##### REGISTERED AGENT AND INITIAL REGISTERED AND PRINCIPAL OFFICE

The Registered Agent and the street address of the initial registered and principal office of this Corporation in the State of Florida shall be:

JAMES D. PAYER  
c/o PAYER & TWOMBLY, P.A.  
1999 S.W. 27<sup>th</sup> Avenue, Second Floor  
Miami, Florida 33145

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

#### ARTICLE VI

##### BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Board of Directors, but shall never be less than one (1).

#### ARTICLE VII

##### INITIAL DIRECTOR

The name of the Initial Director of this Corporation and his street address is:

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DANIELLE CLEMENT  
4149 Bonita Avenue  
Miami, FL 33133

PATRICK PETIT  
3821 Crawford Avenue  
Coconut Grove, FL 33133

The persons named as Initial Directors shall hold office for the first year of existence of this Corporation or until his/her successor(s) is/are elected or appointed and has qualified, whichever occurs first.

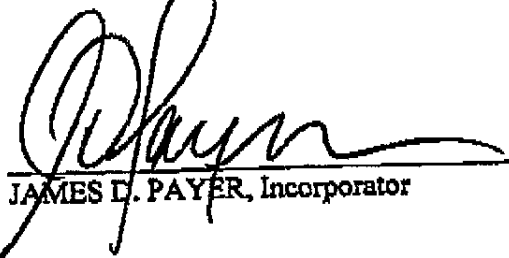
#### ARTICLE VIII

#### INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator are:

JAMES D. PAYER, ESQUIRE  
c/o PAYER & TWOMBLY, P.A.  
1999 S.W. 27<sup>th</sup> Avenue, Second Floor  
Miami, Florida 33145

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 13 day of November, 1998.

  
JAMES D. PAYER, Incorporator

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STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF DADE     )

BEFORE ME, a Notary Public, personally appeared JAMES D. PAYER, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida this 13 day of November, 1998.

NOTARY PUBLIC  
My Commission:



ROBERT Y. TWOMBLY  
My Commission CO585828  
Expires Jun. 22, 2000

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

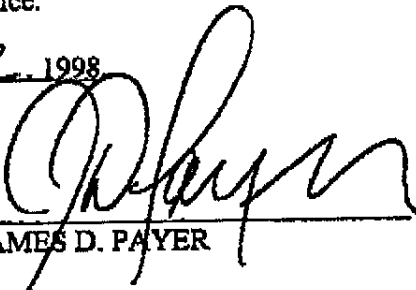
Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted in compliance with  
said Act:

That GLOBAL NATURAL PRODUCTS, INC., desiring to organize under the laws of the  
State of Florida, with its principal office, as indicated in the Article of Incorporation at Miami,  
County of Dade, State of Florida, has named JAMES D. PAYER, 1999 S.W. 27<sup>th</sup> Avenue, Second  
Floor, Miami, FL 33145 County of Dade, State of Florida, as its agent to accept service of process  
within the state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation, at the place  
designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the  
provisions of said Act relative to keeping open said office.

Dated this 13 day of November, 1998

  
JAMES D. PAYER

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