

P99000022337  
3-2-99

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Herbal Health International, Inc. 200002795672--9

Gentlemen:

-03/05/99--01049--014

\*\*\*\*122.50 \*\*\*\*\*78.75

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of 122.50.

This represents the cost of the Charter Tax, Filing Fee, Certified Copy of Articles of Incorporation and Filing Fee for Registered Agent Certificate for the above named corporation.

Very truly yours,



David A. Cooper, Sr. President/CEO

Please mail certified copy to:

Herbal Health International, Inc.

P.O. Box 260502

Tampa, FL 33685

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DIVISION OF CORPORATIONS  
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3-10-99

ARTICLES OF INCORPORATION

OF

Herbal Health International, Inc.

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

ARTICLE I-NAME

The name of the corporation shall be: Herbal Health International, Inc.

The principle place of business of this corporation shall be:

Mailing Address

Physical Address

P.O.Box 260502  
Tampa, Fl 33685

6505 N. Packwood Ave.  
Tampa, Fl 33604

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.

ARTICLE III-CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is 10,000 all of which shall be Common shares with a non par value.

ARTICLE IV-TERM OF EXISTENCE

This corporation is to exist perpetually, unless dissolved according to Florida law, commencing its existence upon the approval of the State.

ARTICLE V-OFFICERS DIRECTORS

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

President/CEO  
David A. Cooper, Sr.  
6505 N. Packwood Ave.  
Tampa, Fl 33604

Vice President  
Patricia L. Cooper  
111 Stone St.  
Clinton, Ma 01510

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ARTICLE VI-INCORPORATORS

The name and street address of the incorporator to this articles of incorporation is:

David A. Cooper, Sr.  
6505 N. Packwood Ave.  
Tampa, Fl 33604

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of March, 1999.

Signature of Incorporator

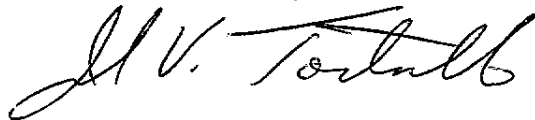


STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

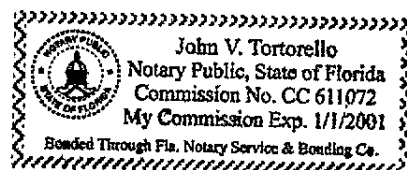
THE foregoing instrument was acknowledged and sworn to before me this 2nd day of March, 1999, by Incorporator of Herbal Health International, Inc.

Personally known to me or provided as proof Florida Driver License.

Notary Public



My Commission Expires:



CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 0617.0501, 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: Herbal Health International, Inc.
2. The name and address of the registered agent and office is:

David A. Cooper, Sr.

6505 N. Packwood Ave.

Tampa, FL 33604

SIGNATURE



3-2-99

ACKNOWLEDGEMENT

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.

SIGNATURE



3-2-99

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