

HUFFMAN'S HERITAGE WHOLE FOODS, INC.

430 Kings Bay Drive, Crystal River, Florida 34429

April 5, 1999

P99000032819

300002831133--7

-04/06/99--01078--003

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

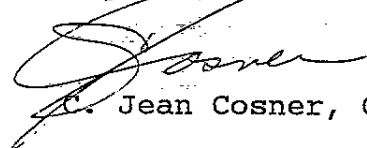
Florida Secretary of State
Division of Corporation Fees
P. O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

We are enclosing Articles of Incorporation for Huffman's Heritage Whole Foods, Inc., along with a check for \$70 payable to the Secretary of State.

In addition, we are enclosing a self-addressed envelope for your convenience in notifying us of the registration of this corporation. Thank you for your attention to this matter.

Regards,


C. Jean Cosner, C.N.

CJC:jh

Enclosures

FILED

99 APR -6 AM 8:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/12/99


ARTICLES OF INCORPORATION
OF
HUFFMAN'S HERITAGE WHOLE FOODS, INC.

FILED
69 APR - 9 AM 8 33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME.

The name of the corporation shall be HUFFMAN'S HERITAGE WHOLE FOODS, INC.

ARTICLE II. PRINCIPAL OFFICE & MAILING ADDRESS.

The principal place of business of this corporation shall be: 430 Kings Bay Drive, Crystal River, Florida 34429. The mailing address of this corporation shall be 430 Kings Bay Drive, Crystal River, Florida 34429:

ARTICLE III. PURPOSE

This corporation was organized to conduct all business deemed proper and necessary as a retail health foods store.

ARTICLE IV. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares, each share having a par value of \$1.00.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT.

The address of the initial registered office of this corporation is: 41 Beach Lane, #3, Crystal River, Florida 34429, and the name of the initial registered agent of this corporation at the address is: George M. White.

ARTICLE VI. INITIAL BOARD OF DIRECTORS.

This corporation shall have one (1) director initially. The

number of directors may be increased or decreased from time to time by the By-Laws, but there shall always be at least one director. The name and address of the initial directors of this corporation are:

NAME

ADDRESS

C. Jean Cosner, C.N.

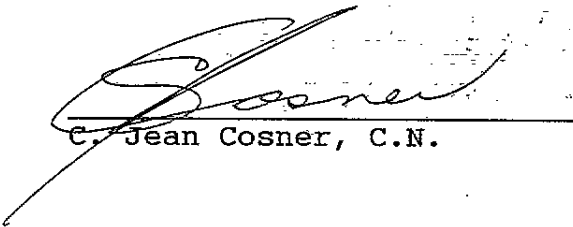
1073 N. Rice Terrace
Crystal River, Florida 34429

ARTICLE VII. INCORPORATOR.

The name and address of the person signing these Articles of Incorporation is:

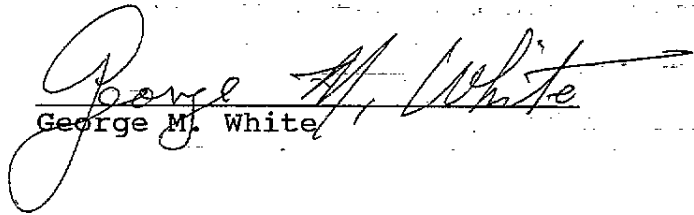
C. Jean Cosner, C.N.
1073 N. Rice Terrace
Crystal River, Florida 34429

The undersigned has executed these Articles of Incorporation this 5th day of April, 1999.


C. Jean Cosner, C.N.

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.


George M. White

Date: April 5, 1999

FILED
99 APR -6 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA