

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

799000044563

SUBJECT: THE 5TH AVENUE HERB AND GARDEN SHOPPE, INC.  
(Proposed corporate name-must include suffix)

700002873497--1  
-05/13/99--01042--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM:

JOSEPH C. REIS  
Name (printed or typed)

415 S. E. 5TH AVE.  
Address

BOYNTON BEACH, FL 33435  
City, State & Zip

561-364-9275  
Daytime Telephone number

FILED  
99 MAY 13 PM 12:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

T. SMITH MAY 17 1999

## ARTICLES OF INCORPORATION

*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:

THE 5TH AVENUE HERB AND GARDEN SHOPPE, INC.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

415 S. E. 5TH AVE.  
BOYNTON BEACH, FL. 33435

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding any one time is:

500 SHARES

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAY 13 PM 12:24

FILED

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JOSEPH C. REIS  
421 S. E. 5TH AVE.  
BOYNTON BEACH, FL. 33435

ARTICLE V INCORPORATOR(S)

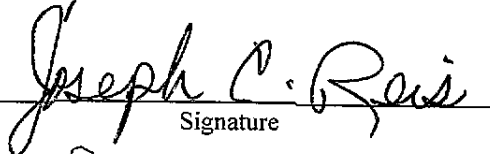
The name(s) and street address(es) if the incorporator(s) to these Articles of Incorporation is (are):

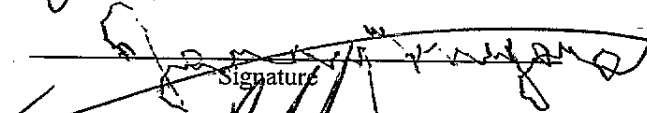
JOSEPH C. REIS  
421 S.E. 5TH AVE.  
BOYNTON BEACH, FL  
33435

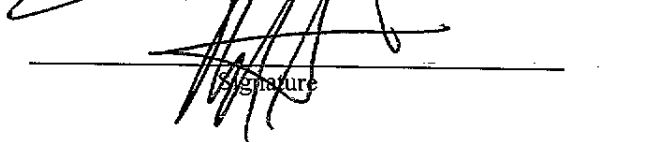
ROBERT STEVENS  
421 S.E. 5TH AVE  
BOYNTON BEACH, FL  
33435

JERRY MYERS  
421 S.E. 5TH AVE  
BOYNTON BEACH, FL.  
33435

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this  
11 DAY OF MAY, 1999.

  
Signature

  
Signature

  
Signature

Articles of Incorporation  
Filing Fee - \$35

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.501, 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 THE 5TH AVENUE MERG  
AND GARDEN SHOPPE, INC.

2. The name and address of the registered agent and office is:

JOSEPH C. REIS  
(Name)  
415 S.E. 5TH AVENUE  
(PO Box not acceptable)  
BOYNTON BEACH, FL. 33435  
(City, State, Zip)

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TALLAHASSEE, FLORIDA

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*Having been named as registered agent and to accept service of process for the above state 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 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.*

Joseph C. Reis  
(Signature)

MAY 11, 1999  
(Date)

**DIVISION OF CORPORATIONS, PO BOX 6327, TALLAHASSEE,  
FL 32314**