

BRASHEAR & ASSOCIATES, P.L.
C o u n s e l o r s A t L a w

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RUCE BRASHEAR
THOMPkins W. WHITE
AMY SINELLI

P99000044849

May 13, 1999

EFFECTIVE DATE

5-7-99

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

RE: NATURAL SPIRIT MUSHROOM ENTERPRISE, INC.

Dear Sir or Madam:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Upon filing should you determine that this corporation's name is too similar to that of an existing corporation, please call this office collect before returning the enclosed documents.

Also enclosed, please find our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	52.50

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,

BRASHEAR & ASSOCIATES, P.L.

By: Kim Holloway
Kim Holloway, Legal Assistant

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****122.50 ****78.75

Enclosures

FILED
99 MAY 14 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FL 32314

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ARTICLES OF INCORPORATION
OF
NATURAL SPIRIT MUSHROOM ENTERPRISE, INC.

EFFECTIVE DATE
5-7-99

Article I

Name. The name of this Corporation is Natural Spirit Mushroom Enterprise, Inc.

Article II

Principal Office. The address of the principal office of the Corporation is 3713 S.W. 42nd Avenue, Suite 3, Gainesville, Florida 32608-6581.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue 100,000 shares of \$.001 par value common stock.

Article VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 926 N.W. 13th Street, Gainesville, FL 32601., and the name of the initial registered agent of this Corporation is Bruce Brashear, Esq.

Article VIII

Initial Board of Directors. The Corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Director of this Corporation is C.E. "Rick" Strattan, 3713 S.W. 42nd Avenue, Suite 3, Gainesville, FL 32608-6581.

FILED
99 MAY 14 AM 7:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article IX

Incorporator. The name and address of the person signing these Articles is C.E. "Rick" Strattan, 3713 S.W. 42nd Avenue, Suite 3, Gainesville, Florida 32608-6581.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of May, 1999.

C.E. "Rick" Strattan
C.E. "Rick" Strattan
Incorporator

**STATE OF FLORIDA
COUNTY OF ALACHUA**

The foregoing instrument was acknowledged before me this 7th day of May, 1999, by C.E. "Rick" Strattan who is personally known to me ~~or who has produced Florida Driver License~~ as identification, and who says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 7th day of May, 1999.

Bruce Brashear
Notary Public

(SEAL)



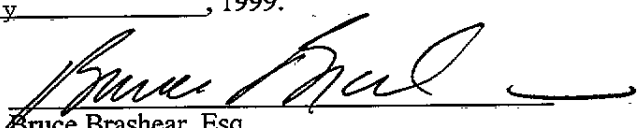
Bruce Brashear
MY COMMISSION # CC721561 EXPIRES
March 4, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Printed Name
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Natural Spirit Mushroom Enterprise, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 7th day of May, 1999.


Bruce Brashear, Esq.
Registered Agent

FILED
99 MAY 14 AM 7:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA