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UPCHURCH, BAILEY AND UPCHURCH, P.A.

ATTORNEYS AT LAW  
ESTABLISHED 1925

780 NORTH PONCE DE LEON BOULEVARD  
SAINT AUGUSTINE

JOHN D. BAILEY, JR.  
FRANK D. UPCHURCH, III  
TRACY WILSON UPCHURCH  
SIDNEY F. ANSBACHER  
KATHERINE GAERTNER JONES  
MICHAEL A. SIRAGUSA  
STEPHEN A. FAUSTINI

PLEASE REPLY TO  
POST OFFICE DRAWER 3007  
SAINT AUGUSTINE, FLORIDA 32085-3007

TELEPHONE (904) 829-9066  
FAX (904) 825-4862

HAMILTON D. UPCHURCH  
FRANK D. UPCHURCH, JR.  
OF COUNSEL

FRANK D. UPCHURCH  
(1894-1986)

July 9, 1999

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

600002929076--8  
-07/12/99-01117-018  
\*\*\*\*113.75 \*\*\*\*113.75

Re: Natureworks Gifts of St. Augustine, Inc.  
Our File No. 8-99-296

Dear Sir or Madam:

I enclose herewith an original and one copy of the Articles of Incorporation of the above-named corporation. Please file the original and furnish me with a certified copy.

You will note that Article IX of the Articles of Incorporation sets out the name and address of the Registered Agent of the Corporation.

Likewise, enclosed is my check payable to the Secretary of State in the amount of \$113.75, which I estimate to be sufficient to cover the charges for your filing fee (\$35), registered agent designation fee (\$35) and certified copy fee (5 pages @ \$8.75 per page).

Thank you for your courtesy and assistance.

Sincerely yours,

  
Frank D. Upchurch, III

FDUIII:jrs  
Enclosures

FILED  
99 JUL 12 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN JUL 19 1999

**ARTICLES OF INCORPORATION  
OF  
NATUREWORKS GIFTS OF ST. AUGUSTINE, INC.**

**FILED**  
99 JUL 12 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I**

**Name**

The name of the corporation is NATUREWORKS GIFTS OF ST. AUGUSTINE, INC.

**ARTICLE II**

**Nature of Business**

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States or this State.

**ARTICLE III**

**Shares of Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock at par value of \$1.00 per share.

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ARTICLE IV

Initial Capital

The amount of capital with which this corporation will begin business is not less than \$500.00.

ARTICLE V

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI

Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the stockholders, but shall never be less than one (1) nor more than five (5).

ARTICLE VII

Initial Directors and Officers

The name and address of each member of the first Board of Directors and the officers are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Carol A. Lagassé	7 Avista Circle St. Augustine, FL 32084	President/Director

Jane E. Wolfe

220 Shamrock Road  
St. Augustine, FL 32086

Vice President/  
Director

#### ARTICLE VIII

##### Subscriber

The name and address of the subscriber to these Articles of Incorporation is:

##### NAME

Carol A. Lagassé

##### ADDRESS

7 Avista Circle  
St. Augustine, FL 32084

#### ARTICLE IX

##### Principal Office, Initial Registered Office and Registered Agent

The mailing address of the principal office of the corporation is Post Office Box 617, St. Augustine, Florida 32085. The street address of both the principal office of the corporation and initial registered office of the corporation is 7 Avista Circle, St. Augustine, Florida 32084, and the name of the registered agent for the service of process at that address is Carol A. Lagassé.

#### ARTICLE X

##### Amendment

These Articles of Incorporation may be amended in the manner provided by

law.

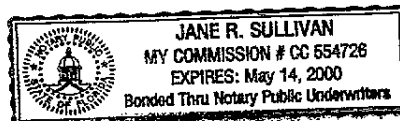
Carol A. Lagasse  
CAROL A. LAGASSE

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

**THE FOREGOING** instrument was acknowledged before me this 8<sup>th</sup> day of July, 1999, by Carol A. Lagassé, who (☒) is personally known to me or (☐) has produced Florida driver's license number \_\_\_\_\_ as identification.

Jane R. Sullivan  
Notary Public

(Name of notary, typed/printed/stamped)  
My commission number: \_\_\_\_\_  
My commission expires: \_\_\_\_\_



**ACCEPTANCE BY REGISTERED AGENT**

I am familiar with and accept the duties and responsibilities as Registered Agent for  
the foregoing corporation.

  
CAROL A. LAGASSE

**FILED**  
99 JUL 12 AM 10:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA