FROM: ACCOUNTING & TAX HELP INC

PHONE NO.: 7273975189

Nov. 17 1999 12:44PM P1

Division

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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FLORIDA PROFIT CORPORATION OR P.A.

AFRI CO.

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PHONE NO.: 7273975189

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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

AFRI CO.



ARTICLE II PRINCIPAL OFFICE

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

PMB 111 / 1324 SEVEN SPRINGS BLVD. # 111 NEW PORT RICHEY, FL 34655

ARTICLE III SHARES

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

1000 SHARES NO PAR

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: prepared by:

Name: JOHANNES ROETZ

Address: PMB 111 / 1324 SEVEN SPRINGS BLVD.

111

NEW PORT RICHEY, FL.34655

PH # 727-372-4515

Accounting & Tax Help, INC. 8668 PARK BLVD Suite .A SEMINOLE, Florida 33777 H990000 29301

ARTICLE V DIRECTOR(S)

The number of directors constituting the initial Board of Directors of the corporation is One (1) and the name(s) and address(es) of the person(s) who is to serve as director(s) until the first annual meeting of shareholders or until his or her successor(s) is(are) elected and qualified is(are):

Johannes Roetz PMB 111/1324 Seven Springs Blud #111 New Port Richey, FL. 34655

ARTICLE VI INCORPORATOR(S)

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

Johannes Roetz

PMB 111/1324 Seven Springs Blud.

##///

New Port Richay, FL. 34655

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

1. 1.h				
	Movember	10	99	
			, ,	

(An additional article must be added if an effective date is requested.)

Signature	
 Signature	
 Signature	

Notarization is not required

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PHONE NO. : 7273975189

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:

AFRI CO.

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

Accounting & Tax Help, INC. (Name)

8668 PARK BLVD. Suite A (P.O. Box not acceptable)

SEMINOLE, Florida 33777 (City/State/Zip) FILED
99 NOV 17 PM 1: 20
SECREMANY OF STATE
TALL AMASSE E. FLORID

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) DATE 11-16-99
PRESIDENT

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314