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Requester's Name

Address

Richard M. Roman

City/S
2416 Stonehill Avenue
Valrico, FL 33594

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)

2. _____ (Corporation Name) _____ (Document #)

3. _____ (Corporation Name) _____ (Document #)

4. _____ (Corporation Name) _____ (Document #)

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TALLAHASSEE, FLORIDA

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

T. Burch NOV 19 1999

Examiner's Initials

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
New Century Labs, Inc.

We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be: New Century Labs, Inc.

ARTICLE II

Business, Objects or Purposes

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation, shall be as follows:

(a) To distribute herbal food supplements.

(b) To engage in any lawful enterprises, whether commercial, industrial or agricultural, calculated or signed to be profitable to this corporation, including but not limited to the distribution of herbal food supplements and related services.

(c) To generally engage in, do and perform, any enterprise, act or vocation that a natural person might or could do or perform.

(d) To purchase, improve, rent, lease, own, mortgage, hold, manage, enjoy, maintain, sell, develop and subdivide real estate, and deal in real estate of every description.

(e) To both lend and borrow money, either with or without security when necessary for the transaction of its business.

(f) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds issued by, or evidences of indebtedness created by, any other corporation or corporations, and while owning said stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

(g) To purchase, sell and transfer shares of its own capital stock.

(h) To acquire, enjoy, utilize and dispose of patents, copyrights, trademarks and any licenses or other rights or interest therein and thereunder.

(i) In general, to carry on any other business in connection with the foregoing and to have and exercise all powers conferred by the laws of Florida upon corporations formed under the general corporation acts of the State of Florida, and any amendments thereto, and to do any and all things herein before set forth to the same extent as a natural person might or could do.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

Capital Stock

(a) The total number of shares of capital stock authorized to be issued by the corporation shall be five Hundred (1000) shares having a par value of \$1.00 per share.

Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or part of said capital stock may be paid for in cash, in property or in labor or services at a fair evaluation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(c) No holder of stock of the corporation of any class shall have any preemptive or preferential right to subscribe to, purchase or receive any shares of any class of stock of the corporation, whether now or hereafter authorized, or any notes, debentures, bond, or other securities convertible into, or carrying options or warrants to purchase, shares of any class of stock of the corporation issued or sold or proposed to be issued, or sold, or with respect to which options or warrants shall be granted; but all such shares of stock of any class, or notes, debentures, bonds or other securities convertible into, or carrying options or warrants of or sold by the Board of Directors on such terms and for such consideration, so far as may be permitted by law, and to such person or persons as the Board of Directors may determine.

ARTICLE IV

Capital to Begin Business

The amount of capital with which this corporation will begin business will be \$1000.00.

ARTICLE V

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI

Principal Office

The principal office of this corporation shall be located at 2416 Stonehill Avenue, Valrico, FL 33594 but the corporation shall have the power to relocate its principal office and to establish branch offices at other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII

Board of Directors

There shall be a Board of Directors for this corporation which shall consist of not less than one (1) and not more than four (4) members, the number of the same to be fixed by the stockholders or by the corporate by-laws. Each of the said directors shall be full age and at least one of them shall be a citizen of the United States. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII

First Board of Directors

The names and street addresses of the members of the first Board of Directors of this corporation who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office, for the first year of the existence is held by the stockholders for the election of permanent directors, or until their successors have been duly elected and qualified are:

NAME	ADDRESS
Richard M. Roman Director	2416 Stonehill Avenue Valrico, FL 33594
Richard R. Cresswell	2620 Keystone Court N

Director

St. Pete, FL 33710

ARTICLE IX
Subscribers

The names and addresses of the subscribers to these Articles of Incorporation are:

NAME	ADDRESS
Richard M. Roman	2416 Stonehill Avenue Valrico, FL 33594
Richard R. Cresswell	2620 Keystone Ct. N. St. Pete, FL 33710

ARTICLE X

Transactions with Corporation

No contract or other transaction between this corporation and any other corporation, and no contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are peculiarly or otherwise interested in any other corporation, or are directors or officers of any other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be peculiarly or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any director of this corporation or member of such firm, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which

shall authorize any such contract of transaction, with like force and effect as if he were not such officer or director of such other corporation or member of such firm, not so interested.

ARTICLE XI

By-Laws

(a) The power to adopt by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation; provided that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by vote of the stockholders. No by-law which has been altered, amended or repealed by vote of the directors until two years shall have expired since such action by vote of such stockholders.

(b) The by-laws of this corporation shall be for the government of the corporation and may contain any provisions of requirements for the corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation on contrary to the laws of the State of Florida or the United States.

ARTICLE XII

Amendment of Articles of Incorporation



The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE XIV

Small Business Corporation

It is the intent of the subscribers to these Articles of Incorporation that this corporation be a Small Business Corporation for the purposes of Section 1244 of the Internal Revenue Code.

IN WITNESS WHEREOF WE, the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated.


Richard M. Roman
Richard R. Cresswell

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XIII
Designation of Resident Agent

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE; NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Florida Statutes, the following is submitted, in compliance
with said act:

That New Century Labs, Inc. desiring to organize under the laws of the
State of Florida with its principal office as indicated in the Articles of
Incorporation, at the city of Valrico, County of Hillsborough, State of Florida,
designates Karen L. Brandon located at 10014 Kenda Drive, Riverview, FL
33569.

ACKNOWLEDGMENT:

I hereby accept the designation of resident agent for service of process in
this corporation.


Karen L. Brandon