FILED/EFFECTIVE

APR 28 10:20 am '00

Articles of Incorporation
Of
Nature's Magic, Inc.

The undersigned, acting as the incorporator of a corporation (hereinafter referred to as "Corporation") under the Idaho Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for the Corporation.

SECRETARY OF STATE
STATE OF IDAHO

Article 1. Name

The name of the Corporation is **Nature's Magic, Inc.**

Article II. Period of Duration

The period of duration of the corporation is perpetual.

Article III. Purposes and Powers

Section 1. The purpose for which the Corporation is organized is: the transaction of any or all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other things incident thereto or connected therewith, which are not forbidden by the Act, by other law, or by these Articles of Incorporation.

Section 2. The Corporation shall have and may exercise all powers necessary or convenient to effect its purposes, including but not limited to the statutory powers specified in the appropriate sections of the Idaho Code, as amended and supplemented.

Article IV. Authorized Shares

Section 1. Number. The aggregate number of shares of common stock which the Corporation shall have the authority to issue is **1000.** The stock shall have no par value.

Section 2. Dividends. The holders of the common stock shall be entitled to receive, when and as declared by the Board of Directors, as permitted by the Act, dividends or distributions payable either in cash, in property, or in shares of the capital stock of the Corporation.

IDAHO SECRETARY OF STATE
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Section 3. Stock Non assessable. The private property of the shareholders of the Corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and shares of the Corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the Corporation.

Section 4. Voting Power. The entire voting power for the election of the Directors and for all other purposes shall be vested exclusively in the holders of the common stock, who shall be entitled to one vote for each share of common stock held by them record.

Article V. Preemptive Rights

Shareholders of the Corporation shall have preemptive and preferential rights of subscription to any shares of stock of the Corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the Corporation, issued or sold, and the Board of Directors in issuing stock of the Corporation, or obligations convertible into stock, shall first offer such issue of stock or obligations to the shareholders of the Corporation.

Article VI. Registered Office

The address of the initial registered office of the Corporation is **c/o Gary L. Gochenour, 13649 Chisholm Rd., Caldwell, ID 83605** and the name of its initial registered Agent is **Gary L. Gochenour.**

Article VII. Board of Directors

The number of Directors of the Corporation shall be as specified in the Bylaws. The number of Directors constituting the initial Board of Directors shall be **2**, and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

Gary L. Gochenour	**13649 Chisholm Rd. Caldwell, ID 83605**
TRACIE L. LLOYD	13649 CHISHOLM RD., CALDWELL, ID 83605

Article VIII. Incorporator

The Name(s) of the incorporator(s) is (are) as follows:

Gary L. Gochenour **13649 Chisholm Rd., Caldwell, Id 83605**
Tracie L. Lloyd **13649 Chisholm Rd., Caldwell, ID 83605**

Dated this 4/20/2000

Gary L. Gochenour

Tracie L. Lloyd

State of Idaho)
:SS.
County of Canyon)

On this **Thursday, April 20, 2000,** before me, a Notary Public in and for said State, personally appeared **Gary L. Gochenour and Tracie L. Lloyd,** known to me to be the person (s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same.

In witness whereof, I have hereunto set my hand and affixed my official seal, the day and year first above written herein.

LaFonda Merrick: Notary Public for Idaho
Residing at 1012 Almond, Nampa, Idaho
My commission expires April 30, 2002