

State of Idaho

Department of State

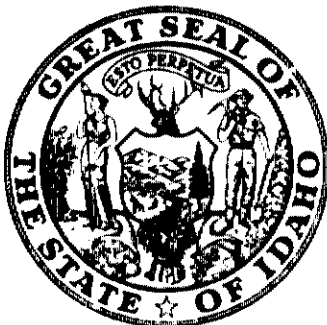
CERTIFICATE OF INCORPORATION OF

THE PHYTO-MAX CORPORATION, INC.
File number C 119023

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: April 7, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl D. [Signature]*

ARTICLES OF INCORPORATION
of
THE PHYTO-MAX CORPORATION, INC.

The following Articles of Incorporation are hereby adopted pursuant to the
Idaho Business Corporation Act:

1. Name.

The name of the corporation is:

THE PHYTO-MAX CORPORATION, INC.

2. Duration.

The corporation shall have perpetual duration.

3. Purposes.

The corporation is formed for the purpose of promoting and training for
the production of medicinal herbs and any or all other lawful business for which
corporations may be incorporated under the Idaho Business Corporation Act.

4. Authorized Shares.

The corporation shall be authorized to issue 100,000 shares, all of one
class, with a par value of \$1.00 per share.

5. Registered Agent and Office.

The name of the initial registered agent and the address of the initial
registered office of the corporation is:

E. Wayne Holladay
24 S. 1st W.
Rexburg, ID 83440

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DATE 04/07/1997
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6. Directors.

The initial Board of Directors shall consist of two directors whose names and addresses are as follows:

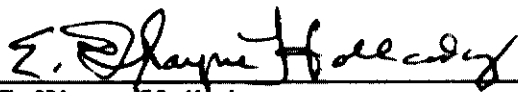
| <u>Name</u> | <u>Address</u> |
|-------------------|----------------------------------|
| E. Wayne Holladay | P.O. Box 84 Rexburg, ID 83440 |
| Phillip R. Landis | P.O. Box 651 Ririe, ID 83443 |

7. Incorporators.

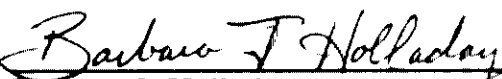
The names and addresses of the incorporators are:

| | |
|---------------------|----------------------------------|
| E. Wayne Holladay | P.O. Box 84 Rexburg, ID 83440 |
| Barbara J. Holladay | P.O. Box 84 Rexburg, ID 83440 |
| Phillip R. Landis | P.O. Box 651 Ririe, ID 83443 |
| Anelle Landis | P.O. Box 651 Ririe, ID 83443 |


DATED: April 30, 1997.



E. Wayne Holladay



Barbara J. Holladay



Phillip R. Landis

Anelle Landis
Anelle Landis

STATE OF IDAHO,)
 ss.
County of Madison.)

On this 3RD day of April, 1997, before me, the undersigned a notary Public in and for said State, personally appeared E. WAYNE HOLLADAY, BARBARA J. HOLLADAY, PHILLIP R. LANDIS and ANELLE LANDIS, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Delma A. Keeler
Notary Public for Idaho
Residing at: Rexburg, Idaho
My Commission Expires: 11-15 99