

*P97000037199*

**SINGER AND ZANE, P.A.**  
NORTHPOINT CORPORATE CENTER  
701 NORTHPOINT PARKWAY  
SUITE 330  
WEST PALM BEACH, FLORIDA 33407

JEFFREY P. ZANE \*  
MICHAEL S. SINGER, J.D., LL.M.  
\* MEMBER OF  
FLORIDA & NEW YORK BAR

TELEPHONE (561) 471-1002  
NATIONWIDE (800) 226-1484  
TELEFAX (561) 471-8777

MIAMI OFFICE  
1570 MADRUGA AVENUE  
PENTHOUSE ONE  
CORAL GABLES, FLORIDA 33146  
TELEPHONE (305) 662-7072  
TELEFAX (305) 668-1228

REPLY TO:  
WEST PALM BEACH

April 23, 1997

**FEDERAL EXPRESS**

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

600002153676--2  
-04/24/97--01062--012  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Vitamin Hut, Inc.  
Delray Beach Property, Inc.

Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Articles of Incorporation for each of the above-named corporations, along with a check for each corporation to cover the following expenses:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
Total	\$122.50

Please return the certified copy of each to our office. Thank you for your attention to this matter. Should have any questions, please do not hesitate to contact our office.

Very truly yours,

*Patti K. Babka*  
Patti K. Babka,  
Legal Assistant

Enclosures as Stated

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 24 PM 12: 10

**ARTICLES OF INCORPORATION  
OF  
DELRAY BEACH PROPERTY, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 24 PM 12:10

The undersigned, incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following articles of incorporation:

ARTICLE ONE

The name of this corporation is DELRAY BEACH PROPERTY, INC.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. The specific purpose of the corporation is the ownership of real property.

ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 1,000, all of which shall be common shares with a par value of \$1.00 per share.

4.02 The minimum amount of paid-in capital with which the corporation shall begin business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE FIVE

5.01 The street address of the initial corporate office of the corporation is c/o Jeffrey P. Zane, Esq., 701 Northpoint Parkway (Ste. 330), West Palm Beach, Fl. 33407.

5.02 The name and address of the initial Registered Agent for this corporation to accept service of process within the State of Florida is JEFFREY P. ZANE, ESQUIRE, Singer & Zane, P.A., 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407.

ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is JEFFREY P. ZANE, ESQUIRE, Singer & Zane, P.A., 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407.

6.02 Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

ARTICLE SEVEN

7.01 Four (4) directors shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Charles Rosner	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407
Frances Rosner	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407
Edward Rutkovsky	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407
Lisa Rutkovsky	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407

ARTICLE EIGHT

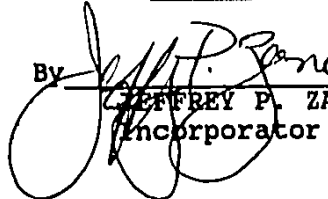
Nothing in these articles of incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

The effective date of this corporation shall be the filing date of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation this 23rd day of April, 1997.

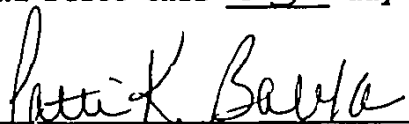
BY

  
\_\_\_\_\_  
JEFFREY P. ZANE,  
Incorporator

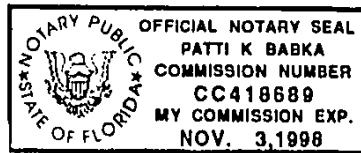
STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared JEFFREY P. ZANE, to me to be the person described in and who subscribed the above and foregoing Articles of Incorporation; and who acknowledged that he made and subscribed the same for the purposes and uses set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above-named County and State this 23<sup>rd</sup> day of April, 1997.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



STATE OF FLORIDA  
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the  
Service of Process Within This State, Naming Agent Upon Whom  
Process May be Served and Names and Addresses of the Officers  
and Trustees.

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The following is submitted, in compliance with Chapter 48.091,  
Florida Statutes.

DELRAY BEACH PROPERTY, INC., a corporation organized under the laws of the State of Florida, with its principal office at 701 Northpoint Parkway (Ste. 330), West Palm Beach, Fl. 33407, has named JEFFREY P. ZANE, ESQ., located at 701 Northpoint Parkway, Suite 330, West Palm Beach, Florida 33407, as its agent to accept service of process within this State.

OFFICERS

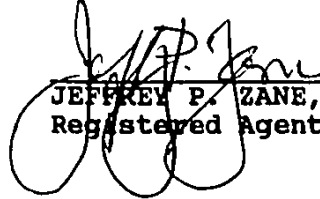
<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Charles Rosner	President	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407
Frances Rosner	Secretary	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407
Edward Rutkovsky	Vice-Pres.	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407
Lisa Rutkovsky	Treasurer	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407

DIRECTORS

Charles Rosner	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407
Frances Rosner	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407
Edward Rutkovsky	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407
Lisa Rutkovsky	701 Northpoint Pkwy. (Ste. 330) West Palm Beach, Fl. 33407

**ACCEPTANCE:**

I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in the office as required by law.

  
\_\_\_\_\_  
JEFFREY P. ZANE,  
Registered Agent

FILED STATE  
SECRETARY OF CORPORATIONS  
APR 24 PM 12:10