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Keith A. Seldin & Associates, P.A.

Intracoastal Points at Fisherman's Wharf

140 Intracoastal Points Drive

Suite 401

Jupiter, Florida 33477

Keith A. Seldin

Tel (561) 747-3000

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August 13, 1997

FEDERAL EXPRESS

Florida Department of State
DIVISION OF CORPORATIONS
409 E. Gains Street
Tallahassee, Florida 32399

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****122.50 ****122.50

RE: NATURAL LIFE MARKET, INC.


Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above company. Kindly file the enclosed and return conformed and certified copies of same to the undersigned at the above address indicated.

Also, enclosed herein is my check in the amount of \$122.50 for your filing fees, etc.

Thank you for your cooperation.

Very truly yours,


Keith A. Seldin

KAS/
Enclosures


8/18/97

FILED
97 AUG 15 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NATURAL LIFE MARKET, INC.

FILED
97 AUG 15 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of this corporation is:

NATURAL LIFE MARKET, INC.

Article II

Duration

This corporation shall have perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Capital Stock

This corporation is authorized to issue SEVENTY-FIVE HUNDRED (7,500) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

Article V

Registered Office and Agent

The street address of the registered office of this corporation is 140 Intracoastal Pointe Drive, Suite 401, Jupiter, Florida 33477, and the name of the registered agent of this corporation at that address is KEITH A. SELDIN.

Article VI

Board of Directors

This corporation shall initially have one (1) director. The number of directors may either be increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

KEITH A. SELDIN
140 Intracoastal Pointe Drive
Suite 401
Jupiter, Florida 33477

Article VII

Incorporator

The name and address of the individual signing these Articles is: KEITH A. SELDIN, 140 Intracoastal Pointe Drive, Suite 401, Jupiter, Florida 33477.

Article VIII

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article IX

Meetings by Conference Telephone

Meetings of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article X

Action by Directors Without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

Article XI

Indemnification

This corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

Article XII

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

Certificate Designating Place of Business Or
Domicile For The Service Of Process Within Florida,
Naming Agent Upon Whom Process May Be Served

In compliance with Section 48.09, Florida Statutes, the
following is submitted:

FIRST: That NATURAL LIFE MARKET, INC., desiring to organize
or qualify under the laws of the State of Florida, with its
principal place of business at the Town of Jupiter, 140
Intracoastal Pointe Drive, Suite 401, Palm Beach County, Florida
has named KEITH A. SELDIN, located at 140 Intracoastal Pointe
Drive, Suite 401, Jupiter, Florida 33477, as its agent to accept
service of process within Florida.

Signature:


Corporate Officer

Title:


Incorporator

Date:

August 13th, 1997

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties.

Signature:


Resident Agent

Date:

August 13th, 1997

97 AUG 15 AM 9:08
FILED
TALLAHASSEE
STATE
FLORIDA

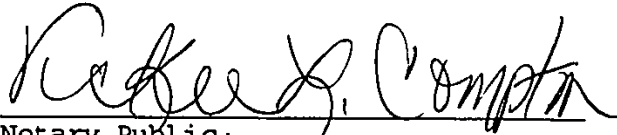
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 13th day of August, 1997.



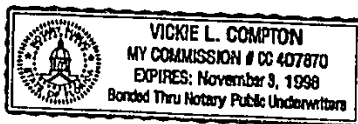
Keith A. Seldin
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 13th day of August, 1997 by KEITH A. SELDIN who is personally known to me and has produced a Florida Driver's License as identification and who did take an oath.



Notary Public:
Commission No.



My Commission Expires