

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP -4 PM 1:08

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Personal Nutrition USA,
Inc.

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09/04/97--01054--007
*****70.00 *****70.00

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Name Reservation _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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Signature _____

Requested by: DW

9/4/97 9:47
Date Time

Name _____

Walk-In _____

Will Pick Up _____

RP
9-4-97

ARTICLE OF INCORPORATION
OF
PERSONAL NUTRITION USA, INC.

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ARTICLE ONE

The name of the corporation is **PERSONAL NUTRITION USA, INC.** The principal address of the corporation is: 1408 Brickell Bay Dr., Suite 1001, Miami, Fl 33131.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

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 Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is one million (1,000,000) of one dollar (\$ 1.00) par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 1408 Brickell Bay Dr., Suite 1001, Miami, Fl 33131, and the name of its initial registered agent at such address is **LARRY SILVERMAN**.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Larry Silverman

LARRY SILVERMAN

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one (1), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
LARRY SILVERMAN	1408 Brickell Bay Dr., Ste 1001, Miami, Fl 33131

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
LARRY SILVERMAN	1408 Brickell Bay Dr., Ste 1001, Miami, Fl 33131

(signed)

Larry Silverman
Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.