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FILED

Feb 06 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 513398 (8)

1. Corporation Name

REXALL SUNDOWN, INC.



Principal Place of Business

851 BROKEN SOUND PKWY NW
BOCA RATON FL 33487
US

Mailing Address

851 BROKEN SOUND PKWY. NW
BOCA RATON FL 33487-3625
US

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

24

2a. Mailing Address

26 Suite, Apt. #, etc

27 City & State

28 Zip Country

29

3. Date Incorporated or Qualified

09/07/1976

3a. Date of Last Report

02/12/1996

4. FEI Number

59-1688986

Applied For

Not Applicable

5. Certificate of Status Desired



\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution



\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes



Yes



No

9. Name and Address of Current Registered Agent

WERBER, RICHARD
851 BROKEN SOUND PKWY NW
BOCA RATON FL 33487

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature: Typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE CD
NAME DESANTIS, CARL
STREET ADDRESS 851 BROKEN SOUND PKWY NW
CITY-ST-ZIP BOCA RATON FL

DELETE

TITLE VD
NAME DESANTIS, DAMON
STREET ADDRESS 851 BROKEN SOUND PKWY NW
CITY-ST-ZIP BOCA RATON FL

DELETE

TITLE VD
NAME DESANTIS, DEAN
STREET ADDRESS 851 BROKEN SOUND PKWY NW
CITY-ST-ZIP BOCA RATON FL

DELETE

TITLE VD
NAME PALIN, NICKOLAS
STREET ADDRESS 851 BROKEN SOUND PARKWAY, NW
CITY-ST-ZIP BOCA RATON FL

DELETE

TITLE D
NAME LEEDY, STANLEY
STREET ADDRESS 851 BROKEN SOUND PKWY NW
CITY-ST-ZIP BOCA RATON FL

DELETE

TITLE PD
NAME NAST, CHRISTIAN
STREET ADDRESS 851 BROKEN SOUND PKWY NW
CITY-ST-ZIP BOCA RATON FL

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Change Addition

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

2.1 TITLE Change Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE Change Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE Change Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE Change Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE Change Addition

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed or on an attachment with an address.

SIGNATURE: RICHARD WERBER, VP

1/23/97 561-241-4400

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date Daytime Phone #

CR2E034 (9/96)