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Feb 07 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 # 824426

(1)

1. Corporation Name:
GENERAL NUTRITION CORPORATION

Principal Place of Business
921 PENN AVE.
PITTSBURGH PA 15222

Mailing Address
921 PENN AVE.
PITTSBURGH PA 15222-3814



3. Date Incorporated or Qualified 04/22/1970	3a. Date of Last Report 04/29/1996
4. FEI Number 25-1124574	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

9. Name and Address of Current Registered Agent UNITED STATES CORPORATION COMPANY 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301	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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	NAME	1.1 TITLE	1.2 NAME
STREET ADDRESS	CITY - ST - ZIP	1.3 STREET ADDRESS	1.4 CITY - ST - ZIP
CEO	HORN, JERRY	2.1 TITLE	2.2 NAME
921 PENN AVE	921 PENN AVE	2.3 STREET ADDRESS	2.4 CITY - ST - ZIP
PITTSBURGH PA	PITTSBURGH PA	3.1 TITLE	3.2 NAME
CEO	WATTS, WILLIAM E	3.3 STREET ADDRESS	3.4 CITY - ST - ZIP
921 PENN AVE	921 PENN AVE	4.1 TITLE	4.2 NAME
PITTSBURGH PA	PITTSBURGH PA	4.3 STREET ADDRESS	4.4 CITY - ST - ZIP
CEO	MANCINI, LOUIS	5.1 TITLE	5.2 NAME
921 PENN AVE	921 PENN AVE	5.3 STREET ADDRESS	5.4 CITY - ST - ZIP
PITTSBURGH PA	PITTSBURGH PA	6.1 TITLE	6.2 NAME
CEO	SANDER, JAMES	6.3 STREET ADDRESS	6.4 CITY - ST - ZIP
921 PENN AVENUE	921 PENN AVENUE		
PITTSBURGH PA	PITTSBURGH PA		
CEO	KOZLOWSKI, EDWIN J.		
921 PENN AVENUE	921 PENN AVENUE		
PITTSBURGH PA	PITTSBURGH PA		
CEO	MARMO, RONALD M		
921 PENN AVENUE	921 PENN AVENUE		
PITTSBURGH PA	PITTSBURGH PA		

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 or changed, or on an attachment with an address.

SIGNATURE: Ronald M. Marmo 1/24/97 (412) 288-2032
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Ronald M. Marmo Assistant Secretary Date 1/24/97 Daytime Phone # (412) 288-2032

CR2E034 (9/96)