

**CORPORATE
ACCESS,
INC.**

F00000001380

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP

3/6/00



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 14 PM 3:41

CERTIFIED COPY

CUS

✓ PHOTO COPY

✓ FILING

Foreign

1.) Metagenics, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)



ADM-1150

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-03/06/00--01049--001
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600003157996--8
-03/15/00--01001--014
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RECEIVED
00 MAR -6 AM 10:24
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

3/11/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 14 PM 3:47

March 6, 2000

CORPORATE ACCESS

TALLAHASSEE, FL

SUBJECT: METAGENICS, INC.
Ref. Number: W00000005893

Corrected
3/14/00
(Signature)

We have received your document for METAGENICS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Please note that we have RETAINED your \$70.00 payment.

The application indicates that METAGENICS, INC. has been transacting business in Florida since January 1, 1999. If this is so, then penalty fees are owed.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 000A00012223

RECEIVED
00 MAR 14 AM 10:50
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Metagenics, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or
words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a
natural person or partnership if not so contained in the name at present.)
2. California
(State or country under the law of which it is incorporated)
3. _____
(FEI number, if applicable)
4. April 25, 1983
(Date of incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 100 Avenida La Pata
San Clemente, CA 92673
(Current mailing address)
8. distribution of dietary supplements
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Paracorp Incorporated
Office Address: 236 East 6th Avenue
Tallahassee, Florida, 32303
(Zip code)
10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in
this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply
with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept
the obligations of my position as registered agent.

Denise Zellner
(Registered agent's signature)
Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the
Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of
which it is incorporated.

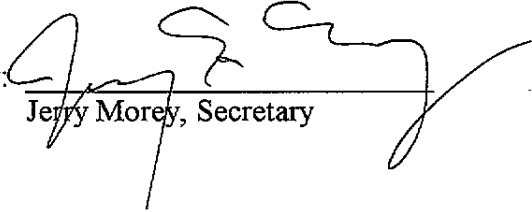
12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

Application by Foreign Corporation for Authorization to Transact
Business in Florida
(continuation page)

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DIVISION OF CORPORATIONS
00 MAR 14 PM 3:47

A. Directors		Address
Jeff J. Katke		100 Avenida La Pata San Clemente, CA 92673
David Krajanowski		100 Avenida La Pata San Clemente, CA 92673
Carl M. Moore		100 Avenida La Pata San Clemente, CA 92673
John Zaepfel		100 Avenida La Pata San Clemente, CA 92673
Douglas Harrington, MD		100 Avenida La Pata San Clemente, CA 92673
B. Officers		
Chief Executive Officer	Jeff. J. Katke	100 Avenida La Pata San Clemente, CA 92673
Secretary	Jerry Morey	100 Avenida La Pata San Clemente, CA 92673
Treasurer	Jerry Morey	100 Avenida La Pata San Clemente, CA 92673

13. Signed By:


Jerry Morey, Secretary

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 25th day of April, 19 83,

METAGENICS, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of

February 24, 2000



Bill Jones

Secretary of State

DIV. OF SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 14 PM 3:47