

Document Number Only

CT Corporation System
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Tallahassee, FL 32301
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Attn: Jeff Netherton

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-01/13/99--01049--008
*****35.00 *****35.00

CORPORATION(S) NAME

Advanced Nutrition Foods Company

Changing to:

Healthy Foods of America, Inc.

FILED
99 JAN 13 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JAN 13 PM 3:06
TALLAHASSEE, FLORIDA

| | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____ 01/13/99
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

Doc 1/13

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Advanced Nutrition Foods Company
Name of corporation as it appears within the records of the Department of State
2. Incorporated under the laws of: Delaware
3. Date authorized to do business in Florida: December 27, 1994

99 JAN 18 PM 2:09
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

January 7, 1999

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Healthy Foods of America, Inc.

6. If the amendment changes the period of duration, indicate new period duration.

N/A

7. If the amendment changes the jurisdiction of the incorporation, indicate new jurisdiction.

N/A



Signature
Name: Ronald Stern
Title: President

January 8, 1999

Date


State of Delaware
Office of the Secretary of State

Page 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "ADVANCED NUTRITION FOODS COMPANY" FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "HEALTHY FOODS OF AMERICA, INC.", ON THE SEVENTH DAY OF JANUARY, A.D. 1999, AT 3 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.




Edward J. Freel, Secretary of State

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AUTHENTICATION: 9512907

DATE: 01-11-99