

**F98000002820**  
RUDEN  
McClosky  
SMITH  
SCHUSTER &  
RUSSELL, P.A.  
ATTORNEYS AT LAW

222 LAKEVIEW AVENUE  
SUITE 800  
WEST PALM BEACH, FLORIDA 33401-6112

(561) 838-4500  
FAX: (561) 832-3036

WRITER'S DIRECT DIAL NUMBER: (561) 838-4538  
E-MAIL: CYS@RUDEN.COM

May 4, 1998

Qualification/Tax Lien Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

300002515973--9  
-05/07/98--01107--001  
\*\*\*\*122.50 \*\*\*\*122.50

Re: **Fortified Sciences, Inc.**

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," Certificate of Status, and check in the amount of \$122.50 for the filing fee and certified copy are submitted to register the above-referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Cathy M. Scott  
Ruden, McClosky, Smith, Schuster & Russell, P.A.  
222 Lakeview Avenue, Suite 800  
West Palm Beach, FL 33401

Should you need to call someone concerning this matter, please call:

Cathy M. Scott  
at (561) 838-4538.

Very truly yours,

*Cathy M. Scott*  
Cathy M. Scott  
Legal Assistant  
to Neil W. Platock

FILED  
98 MAY 18 AM 8:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CMS/md

cc: Bradley E. McNutt  
Neil W. Platock, Esq.

W98-10456  
5/19/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 8, 1998

RUDEN MCCLOSKEY SMITH SCHUSTER & RUSSELL, P.A.  
C/O CATHY M. SCOTT  
222 LAKEVIEW AVE, SUITE 800  
WEST PALM BEACH, FL 33401-6112

SUBJECT: FORTIFIED SCIENCES, INC.  
Ref. Number: W98000010456

FILED  
98 MAY 18 AM 8:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for FORTIFIED SCIENCES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt  
Document Specialist

Letter Number: 398A00025503

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

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

1. FORTIFIED SCIENCES, 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. Delaware

(State or country under the law of which it is incorporated)

3. Application Filed

(FEI number, if applicable)

4. February 11, 1998

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. c/o Bradley E. McNutt, 711 South Rio Vista Blvd.

Fort Lauderdale, FL 33316

(Current mailing address)

8. any lawful act or activity for which corporations may be organized  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**

Name: Bradley E. McNutt

Office Address: 711 South Rio Vista Blvd.

Fort Lauderdale, Florida, 33316

(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.*

  
(Registered agent's signature) Bradley E. McNutt

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.

FILED  
98 MAY 18 AM 8:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Herschel S. Jackson Director: Bradley E. McNutt  
Address: 1522 Canterbury Drive 771 S. Rio Vista Blvd.  
Murray, KY 42071 Ft. Lauderdale, FL 33316

Vice Chairman: Richard H. Stout  
Address: 805 Olive Street  
Murray, KY 42071

Director: Herschel S. Jackson  
Address: 1522 Canterbury Drive  
Murray, KY 42071

Director: Robert W. Stout  
Address: 400 Page Road  
Nashville, TN 37205

B. OFFICERS

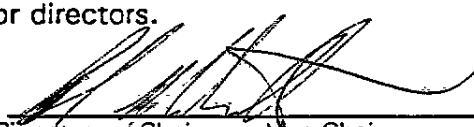
Chief Executive Officer ~~President~~ Robert G. Souaid  
Address: 6440 N. Bay Road  
Miami Beach, FL 33141

Chief Operating Officer ~~Vice President~~ Bradley E. McNutt  
Address: 771 S. Rio Vista Blvd.  
Ft. Lauderdale, FL 33316

Secretary: Bradley E. McNutt  
Address: 771 S. Rio Vista Blvd.  
Ft. Lauderdale, FL 33316

Treasurer: Robert G. Souaid  
Address: 6440 N. Bay Road  
Miami Beach, FL 33141

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Bradley E. McNutt, Chief Operating Officer, Secretary  
(Typed or printed name and capacity of person signing application)

FILED  
98 MAY 18 AM 8:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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 "FORTIFIED SCIENCES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MAY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

**FILED**  
98 MAY 18 AM 8:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2858131 8300  
981168453



9059028  
05-01-98

*Edward J. Freel*  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: