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August 12, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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***1228.75 ***1228.75

Re: Naturopathic Laboratories International, Inc.

Dear Sir/Madam:

Enclosed please find an original Application by Foreign Corporation for Authorization to Transact Business in Florida, along with a check for \$1,228.75 to cover the filing fees.

We would appreciate your filing the Articles, obtaining a certified copy, and returning same to us by regular mail.

If you have any questions, please do not hesitate to call me.

Sincerely,

Mitchell I. Horowitz
Mitchell I. Horowitz

MIH/sdc

Enclosures

cc: Jan D. Knigge, Director of Operations (w/o encls.)

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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:**

Naturopathic Laboratories International, Inc.

1. Naturopathic Laboratories International, 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 3. 22-3007667
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. JANUARY 1, 1990 5. PERPETUAL
(Date of Incorporation) (Duration) Year corp. will cease to exist or "perpetual"

6. January 1, 1998
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. P. O. Box 14174
St. Petersburg, FL 33733-4174
(Current mailing address)

8. RESEARCH, DEVELOPMENT & MANUFACTURING OF DRUG PRODUCTS
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: JAN D. KNIGGE

Office Address: 5220 BRITANNY DR. So. #106
St. Petersburg, Florida, 33715
(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.

Corporation Service Company

By:

(Registered agent's signature)

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

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

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: DAVID POPATSKY
Address: 2666 WINONA RD
BALDWIN, NY

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: SCOTT POPATSKY

Address: 1 LINDEN PLACE
GREAT NECK, NY

Vice President: JAN D. KNIGGE

Address: 5220 - BRITTANY DR. So. #106
St. PETERSBURG, 71 33715

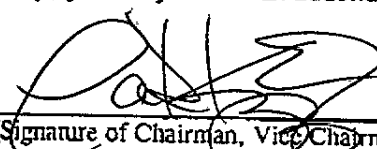
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. SR. Vice President R&D / OPERATIONS
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NATUROPATHIC LABORATORIES INTERNATIONAL, 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 TWENTY-THIRD DAY OF JULY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2201605 8300

DATE: 9881569

991302772

07-23-99