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Division of Corporations
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Account Name : MORAITIS, COFAR, KARNEY & MORAITIS
Account Number : I19990000033
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

GT NUTRITION USA, LLC

Certificate of Status	1
Certified Copy	1
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EXAMINER

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ARTICLES OF ORGANIZATION

OF

GT NUTRITION USA, LLC

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name: The name of the Limited Liability Company is:

GT NUTRITION USA, LLC, a Florida Limited Liability Company.

ARTICLE II - Address: The mailing address and the street address of the principal office of the Limited Liability Company is:

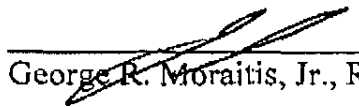
915 Middle River Drive, Suite #506
Fort Lauderdale, Florida 33304

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

George R. Moraitis, Jr., Esquire
915 Middle River Drive, Suite #506
Fort Lauderdale, Florida 33304

Having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


George R. Moraitis, Jr., Registered Agent

ARTICLE IV - Management:

The Limited Liability Company is to be managed by one manager or more managers and the name of the initial manager is **JOAO O. TINOCO**.

ARTICLE V - Effective Date: The Effective Date of these Articles of Organization is December 15, 2008.

Prepared by: George R. Moraitis, Jr.
Moraitis, Cofar, Karmey & Moraitis
915 Middle River Drive Suite 506
Fort Lauderdale FL 33304
Audit Fax No: H080002738513

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Signature of a member or an authorized representative of a member.


George R. Moraitis, Jr., Authorized Representative

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Filing Fees:

\$100.00 - Filing Fee for Articles of Organization

\$ 25.00 - Designation of Registered Agent

\$ 30.00 - Certified Copy (optional)

\$ 5.00 - Certificate of Status (optional)