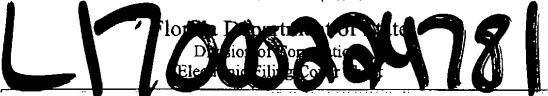
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FLORIDA LIMITED LIABILITY CO.

GNC Water Solutions, LLC

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ARTICLES OF ORGANIZATION OF

GNC WATER SOLUTIONS, LLC

A Limited Liability Company
Organized under the Laws of the State of Florida

ARTICLE 1 - NAME

The name of the limited liability company is:

GNC WATER SOLUTIONS, LLC

ARTICLE II - ADDRESS

The street address & mailing address of the principal office of the Limited Liability Company is:

720 SW Dalton Circle Port St. Lucie, Florida 34953

ARTICLE III - REGISTERED AGENT AND OFFICE

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

ED PADULA 6512 Flamingo Way Coconut Creek, Florida 33073

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 605, F.S.

ED PADULA, as Registered Agent

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Articles of Organization GNC WATER SOLUTIONS, LLC Page 2 of 2

ARTICLE IV - MANAGERS

The Managers of the LLC are as follows:

ED PADULA, AMBR 6512 Flamingo, Way Coconut Creek; Florida 33073

GEORGE HUDSON, AMBR 720 SW Dalton Circle Port St. Lucie, Florida 34953

In accordance with section 605.0201, Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

ED PADULA, AMBR

GEORGE HUDSON, AMBR