

JASON PSALTIDES & ASSOCIATES
A PROFESSIONAL CORPORATION INCLUDING LAW OFFICES
SAWGRASS INTERNATIONAL CORPORATE PARK
14101 NW 4TH STREET
SUNRISE, FLORIDA 33325

Phone: 954 845-9500
Fax: 954 845-9505
WATS: 800 637-8278
Writers Direct Extension: 5772

January 26, 1998
N98000001432

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

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-02/03/98--01061--007
****122.50 ****122.50

Re: Nu-Med Foundation, Inc.

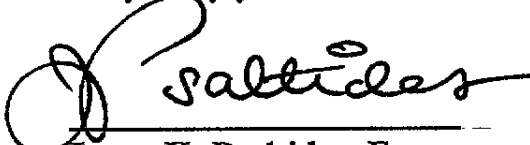
Ladies and Gentlemen:

I am enclosing an original and a copy of the Articles of Incorporation to the above-named not-for-profit corporation. In addition, a check for the sum of \$122.50 is enclosed which represents the following fees:

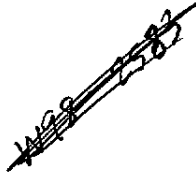
Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Registered Agent Fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and advise me if you need anything further.

Very truly yours,



Jason K. Psaltides, Esq



FILED
98 MAR 11 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98-3-11-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 19, 1998

JASON K. PSALTIDES, ESQ.
14101 NW 4TH ST.
SUNRISE, FL 33325

SUBJECT: NU-MED FOUNDATION, INC.
Ref. Number: W98000002583

We have received your document for NU-MED FOUNDATION, 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please accept our apology for failing to mention this in our previous letter.

Please return the original and one copy of 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) 487-6878.

John Nedeau
Document Specialist

Letter Number: 998A00006449

ARTICLES OF INCORPORATION
OF
NU-MED FOUNDATION, INC.
A NON-PROFIT CHARITABLE CORPORATION

FILED
98 MAR 11 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ONE: The name and address of this corporation is:

Nu-Med Foundation, Inc.
14101 NW 4th Street
Sunrise, Florida 33325

TWO: The name and address of the registered agent of this corporation is:

James B. Riley
14101 NW 4th Street
Sunrise, Florida 33325

THREE: The specific purposes for which this corporation is organized are scientific and medical research in the field of nutrition, anti-aging, vitamins, physical fitness, and general health.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distri-

butions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

FOUR: The directors shall be elected in accordance with the by-laws of this corporation. The number of initial directors of this corporations are three. Their names and address are as follows:

1. James B. Riley
2. Patricia A. Riley
3. Frank Riley
14101 NW 4th Street
Sunrise, Florida 33325

FIVE: The name and address of the incorporator of this corporation is:

James B. Riley
14101 NW 4th Street
Sunrise, Florida 33325

SIX: The period of duration of this corporation is perpetual.

SEVEN: Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation

shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

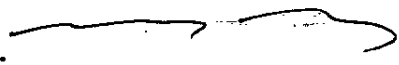
Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in

any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: February 9, 1998


James B. Riley, Incorporator

Designation and Acceptance of Registered Agent

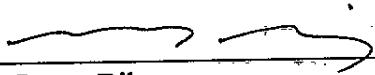
Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is Nu-Med Foundation, Inc.
2. The name of the registered agent is James Riley
3. The address of the registered agent/registered office is

14101 NW 4th Street
Sunrise, Florida 33325

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


By: James Riley

Date: February 9, 1998

FILED
98 MAR 11 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA