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LAW OFFICES OF
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305 NATIONS BANK BUILDING
2815 NORTHWEST THIRTEENTH STREET
GAINESVILLE, FLORIDA 32609-2889

April 21, 2000

Secretary of State
Division of Corporations
409 E. Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

000003222910--6
-04/25/00-01050-007
*****78.75 *****78.75

Re: WHEELBARROW DIET COMPANY, INC.

Dear Sir or Madam:

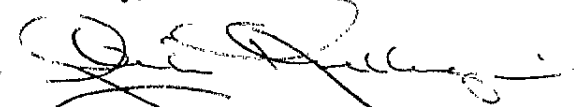
Enclosed are the following in connection with the above-referenced corporation:

1. Original executed Articles of Incorporation; and
2. Our check in the amount of \$78.75.

Please return the Certificate and a copy of the Articles to this office after filing in the self-addressed, stamped envelope.

Thank you for all efforts on our behalf, and please call with any questions.

Sincerely,



Richard M. "Rick" Knellinger, Esq.
RMK/kgf

Enclosures 2

cc: John Connell

FILED
00 APR 25 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. 01-10-2000

APR 27 2000

ARTICLES OF INCORPORATION
OF
WHEELBARROW DIET COMPANY, INC.

FILED
00 APR 25 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE I

The name of the Corporation is Wheelbarrow Diet Company, Inc.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is seven thousand five hundred (7,500). Such shares shall be of a single class, and shall have a par value of one dollar (\$1.00) per share.

ARTICLE V

The street address of the initial registered office of the corporation is: 4100 N.W. 28th Lane, A68, Gainesville, Florida 32606, and the name of its initial registered agent at such address is: John Gunnett Connell.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is one (1).

The name and address of the person who is to serve as the sole member of the initial board of directors is: JOHN GUNNETT CONNELL.

ARTICLE VII

The name and address of the incorporator is:

JOHN GUNNETT CONNELL
4100 N.W. 28th Lane
A68
Gainesville, Florida 32606

The address of the principal place of business is:

JOHN GUNNETT CONNELL
4100 N.W. 28th Lane
A68
Gainesville, Florida 32606

FILED
00 APR 25 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Executed by the undersigned at Gainesville, Florida this ____ day of April, 2000.


JOHN GUNNETT CONNELL

ACCEPTANCE AS REGISTERED AGENT

I, JOHN GUNNETT CONNELL, the undersigned, do hereby accept designation as Registered Agent for the above-named corporation.


JOHN GUNNETT CONNELL