

P00000082215

TRANSMITTAL LETTER

800003373618--4
-08/25/00--01094--013
*****70.00 *****70.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: NUTRICOMPLEMENTS, INC.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for
\$ 70.00.

FROM:

MARCO A. GARBI
Name (printed or typed)
7220 N.W. 36TH ST. SUITE # 540
Address
MIAMI, FL. 33166
City, State & Zip
(305) 215-5402
Telephone Number

FILED
00 AUG 25 AM 11:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Note: Please provide the original and one copy of the Articles.

T BROWN AUG 30 2000

ARTICLES OF INCORPORATION

OF

NUTRICOMPLEMENTS, INC.

FILED
00 AUG 25 AM 11:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

NUTRICOMPLEMENTS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**7220 N.W. 36TH STREET # 540
MIAMI, FL. 33166**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**ONE THOUSAND SHARE OF COMMON STOCK AT NON PAR
VALUE**

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**MARCO A. GARBI
491 RACQUET CLUB RD. BUIL, 130 # 101
WESTON, FL. 33326**

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

INCORPORATOR: MARCO A. GARBI

Officer(s):

President MARCO A. GARBI
491 RACQUET CLUB RD. BUIL 130 # 101
WESTON, FLORIDA 33326

Vice-President MARIA C. VALDERRAMA
491 RACQUET CLUB RD. BUIL 130 # 101
WESTON, FLORIDA 33326

The undersigned incorporator (s) has (have) executed these Articles of Incorporation this
21th day of August, 2000.


**MARCO A. GARBI
PRESIDENT**

Articles of Incorporation

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

FILED
00 AUG 25 AM 11:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, 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:

NUTRICOMPLEMENTS, INC.

2. The name and address of the registered agent and office is:

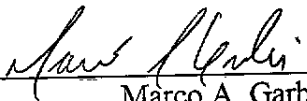
MARCO A GARBI
(NAME)

491 RACQUET CLUB RD. BUIL. 130 # 101
(ADDRESS)

WESTON, FL 33326
(CITY/STATE/ZIP CODE)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

Signature:


Marco A. Garbi
President

Date: August 22, 2000