

TRANSMITTAL LETTER

FILED

00 SEP -5 PM 12: 23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

500003302205--2

SUBJECT: SM ART NUTRITION INTERNATIONAL, INC.

-09/05/00--01131--010

(Proposed corporate name - must include suffix) *****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: SAMUEL A. PRICE, ESQ.

Name (Printed or typed)

800 W. Oakland Park Blvd. Suite 202

Address

Ft. Lauderdale, FL 33311

City, State & Zip

(954) 564-8259

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

PA 9/7/00

ARTICLES OF CORPORATION
OF
SMART NUTRITION INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - Name. The name of the Corporation shall be SMART NUTRITION INTERNATIONAL, INC.

ARTICLE II - Address. The address of the principal office of the corporation is 800 W. Oakland Park Boulevard, Suite 212, Wilton Manors, Florida 33311.

ARTICLE II - Purpose. The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. To engage in sales and marketing of various nutritional products.

ARTICLE IV - Shares. The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000) shares of common stock. such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V - Initial Registered Office and Agent. The street address of the

initial Registered Office of the Corporation is 800 West Oakland Park Boulevard, Suite 202, Wilton Manors, FL 33311 and the name of its initial Registered Agent at that address is Samuel A. Price.

ARTICLE VI - Initial Board of Directors. The number of Directors constituting the initial Board of Directors is Two (2). The number of directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. the name and address of each initial Director of the corporation is as follows:

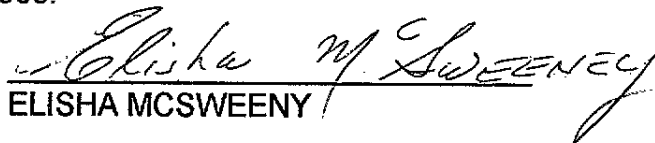
ELISHA MCSWEENEY	800 W. Oakland Park Blvd. Suite 212 Wilton Manors, FL 33311
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ARTICLE VII - Incorporators. The name and address of the incorporator is as follows:

ELISHA MCSWEENEY - 800 W. Oakland Park Blvd. Suite 212
Wilton Manors, FL 33311

ARTICLE VII-Amendments. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 31st day of July, 2000.

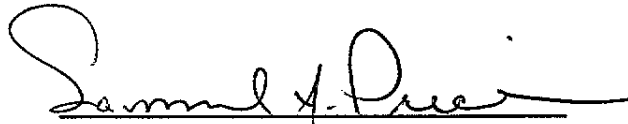

ELISHA MCSWEENEY


STATE OF FLORIDA)
)ss
COUNTY OF BROWARD)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Before me personally appeared **ELISHA MCSWEENY** to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged too and before me that he executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal this 31st day of July, 2000.


Notary Public, State of Florida at Large


Printed Name of Notary

My commission expires:



Samuel A. Price
MY COMMISSION # GC618667 EXPIRES
February 11, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision 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.


Samuel A. Price

Date: July 31, 2000