

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PD 00000104280

Vitamins Direct, Inc.

400003455274--1  
-11/07/00--01055--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ☒ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File \_\_\_\_\_  
\_\_\_\_ Foreign Corp. File \_\_\_\_\_  
\_\_\_\_ L.C. File \_\_\_\_\_  
\_\_\_\_ Fictitious Name File \_\_\_\_\_  
\_\_\_\_ Trade/Service Mark \_\_\_\_\_  
\_\_\_\_ Merger File \_\_\_\_\_  
\_\_\_\_ Art. of Amend. File \_\_\_\_\_  
\_\_\_\_ RA Resignation \_\_\_\_\_  
\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_  
\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_  
\_\_\_\_ Photo Copy \_\_\_\_\_  
\_\_\_\_ Certificate of Good Standing \_\_\_\_\_  
\_\_\_\_ Certificate of Status \_\_\_\_\_  
\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_  
\_\_\_\_ Corp Record Search \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

FILED

00 NOV -7 PM 12:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

00 NOV -7 AM 10:37  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

Requested by: LS

Name \_\_\_\_\_

Date 11/7/00

Time 8:46

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

T. Burch

NOV 7 2000

ARTICLES OF INCORPORATION  
OF  
VITAMINS DIRECT, INC.

FILED  
00 NOV -7 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator of these Articles of Incorporation, a natural person competent to contract, hereby adopts the following Articles of Incorporation for the purposes of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is VITAMINS DIRECT, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

CAPITAL STOCK

The amount of the capital stock which the corporation shall have authority to issue is 1500 shares of common stock with a par value of \$1.00 per share.

ARTICLE IV

DURATION

The corporation is to exist perpetually commencing at the time of filing these Articles of Incorporation by the Department of State.

ARTICLE V

DIRECTORS

The corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Stockholders, but there shall never be more than four Directors. The name and street address of the Director of this corporation are:

Bruce W. Parrish, Jr., Esquire  
c/o Bruce W. Parrish, Jr., P.A.  
105 S. Narcissus Avenue  
Suite 412  
West Palm Beach, FL 33401

ARTICLE VI  
INCORPORATOR

The name and street address of the persons signing these Articles of Incorporation is:

Bruce W. Parrish, Jr., Esquire  
105 So. Narcissus Avenue  
Suite 412  
West Palm Beach, Florida 33401

ARTICLE VII

PRINCIPAL OFFICE OF CORPORATION

The principal address of this corporation shall be:

105 S. Narcissus Avenue  
Suite 412  
West Palm Beach, FL 33401

ARTICLE VIII

AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to reservation.

ARTICLE IX

BY-LAWS

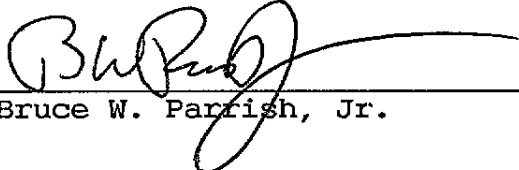
In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make, alter or repeal the By-Laws of the corporation.

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 105 So. Narcissus Avenue, Suite 412, West Palm Beach, Florida 33401 and the name of the initial Registered Agent at that address is: Bruce W. Parrish, Jr.

IN WITNESS WHEREOF, the undersigned, being the Incorporators, have executed these Articles of Incorporation.

  
\_\_\_\_\_  
Bruce W. Parrish, Jr.

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of VITAMINS DIRECT,  
INC., were acknowledged before me this 31<sup>st</sup> day of October, 2000.

Walter J. Juremeyer  
Notary Public, State of Florida  
at Large.

\_\_\_\_\_  
Print Name

My Commission Expires:

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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 **VITAMINS DIRECT, INC.**
2. The name and address of the registered agent and office

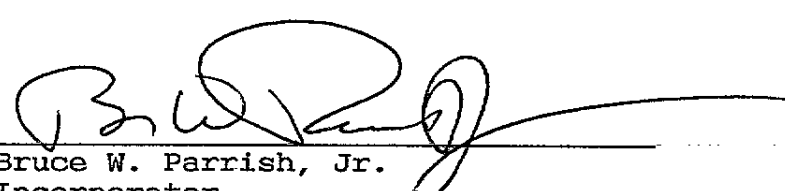
are:

Bruce W. Parrish, Jr.  
C/o Bruce W. Parrish, Jr., P.A.  
105 So. Narcissus Avenue  
Suite 412  
West Palm Beach, Florida 33401


00 NOV -7 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

DATED this 31 day of October, 2000.

  
\_\_\_\_\_  
Bruce W. Parrish, Jr.  
Incorporator

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.

  
\_\_\_\_\_  
Bruce W. Parrish, Jr.

DATED 10/31/2000