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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

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DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

VITAFIT CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
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OF

VITAFIT CORPORATION
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ARTICLE I - NAME

The Legal Name of this Corporation is:

VITAFIT CORPORATION

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any business and / or activities permitted under the laws of the United States of Americas and State of Florida.

ARTICLE IV - CAPITAL STOCK

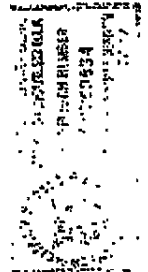
The maximum number of shares which this corporation is authorized to have outstanding at any time is ONE HUNDRED, Shares of Common Stock having a per value of \$ 1.00 (One) per each share. The Capital Stock issued is \$ 100.00.

ARTICLE - V

INITIAL AND PRINCIPAL REGISTERED OFFICE AND AGENT

The initial principal and registered office of this Corporation shall be at: 255 SW 60TH AVENUE MIAMI, FLORIDA 33144, and the initial principal registered agent of the Corporation shall be: LUIS A. DE LA VEGA, who upon accepting this designation and agree, to comply with the provisions of Section No. 48.091, Florida Statute as amended from time to time, with respect to keeping an office open for service of process.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of ONE member. The number of Directors may be increased and / or decreased from time to time, by the majority vote of the stockholders. The number of directors never shall be less than One (1) and no more than Five (5). The Names and addresses of the Directors constituting the initial Board of Directors are:

NAME

ADDRESS

1.- **LUIS A. DE LA VEGA**
PRESIDENT /SECRETARY
DIRECTOR

255 SW 60TH AVENUE
MIAMI, FLORIDA 33144

ARTICLE - VII

The stockholders of this corporation shall have the power to include in the By-Laws, or adopt resolutions by a majority and regulatory or restrictive provision regarding the proposed sale, transfer or other disposition of the corporation's stock by its stockholders or in the event of death of any stockholder. Said restrictions shall be binding upon third parties with actual knowledge thereof or if the same, or notice of the same, shall be plainly written upon the certificate evidencing ownership of the stock.

ARTICLE VIII- INCORPORATOR

The Name and Address of the Incorporator signing these Articles of Incorporation is:

NAME

ADDRESS

LUIS A DE LA VEGA
INCORPORATOR

255 SW 60TH AVENUE
MIAMI, FLORIDA 33144


INCORPORATOR-SIGNATURE

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ACCEPTANCE OF REGISTERED AGENT
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Having been Named to accept Service of Process for : **VITAFIT CORPORATION** at the place designated in the Articles of Incorporation, I, **LUIS A DE LA VEGA**, accept to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping open said office.

Miami-Dade County
State of Florida
Date: **JANUARY 13TH OF 2001**

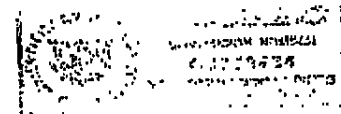
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By: 
Signature - Registered Agent.

Witness my hand, signed before me:
at Miami-Dade County
JAN 13TH of, 2001
State of Florida.


RICHARD C. ILLA
NOTARY PUBLIC-STATE OF FLORIDA

JAN 13 2001



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