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DUFFEY & DOLAN, P.A.

ATTORNEYS AT LAW

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416 BURNS COURT
SARASOTA, FL 34236

Via Overnight Mail - (850) 245-6052

August 16, 2001

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

800004540728--7
-08/17/01--01087--012
*****78.75 *****78.75

RE: TheraNutrients, Inc.

Dear Division Personnel:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75 for the filing fee and a certified copy of the above-referenced matter. Also, enclosed please find a prepaid, overnight label and envelope for your convenience in returning the certified copy.

Please send the certified copy to the following address:

Samuel S. Duffey
416 Burns Court
Sarasota, FL 34236

If you have any questions regarding this filing, please call at (941) 954-4536. Thank you.

Best Regards,


Samuel S. Duffey, Registered Agent

SSD/nal
Enclosures

W01-19270

FILED
01 AUG 30 PM 1:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. Bureau AUG 30 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 20, 2001

SUFFY & DILAN, P.A.
ATTN: SAMUEL S DUFFY
416 BURNS COURT
SARASOTA, FL 34236

SUBJECT: THERANUTRIENTS, INC.
Ref. Number: W01000019270

We have received your document for THERANUTRIENTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 001A00047487

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

FILED
01 AUG 30 PM 1:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - Name

The name of the corporation shall be: **TheraNutrients, Inc.**

ARTICLE II - Principal Office

The principal place of business/mailing address is:

416 Burns Court, Sarasota, Florida 34236

ARTICLE III - Purpose

The purpose for which the corporation is organized is: **the development and commercialization of science-based nutraceuticals and all such other purposes as may be legal.**

ARTICLE IV - Shares

The number of shares of stock is: **100,000,000 shares divided into 80,000,000 shares of Common Stock at \$.0001 par value per share and 20,000,000 shares of Preferred Stock at \$.0001 par value per share, having such rights, terms and obligations as the Board of Directors may, from time to time, establish.**

ARTICLE V - Initial Officers/Directors

The name(s) and address(es): **Francis E. O'Donnell, MD - Chairman, CEO and Director**
709 The Hamptons Lane
Town & Country, MO 63017

James McNulty - CFO and Director
4419 West Sevilla Street
Tampa, Florida 33629

ARTICLE VI - Registered Agent

The name and Florida street address of the registered agent is:

Samuel S. Duffey
416 Burns Court
Sarasota, Florida 34236

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Registered Agent's Signature

8-7-01

Date

Signature/Incorporator, Francis E. O'Donnell, MD
709 The Hamptons Lane
Town & Country, MO 63017

8-08-01

Date