CAPITAL CONNECTION, INC 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 800005316168--5 -04/23/02--01010--006 *****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_ 505-2589-2657-1011 Certificate of Fictitious Name W02-114240 Corp Record Search_ Officer Search_ Fictitious Search Fictitious Owner Search Signature Vehicle Search Driving Record_ Requested by UCC 1 or 3 File UCC 11 Search Name Time

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

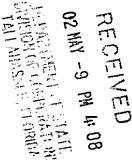
2002 MAY -9 PM 1:50
SECRETAL STATE
TALLAHASSEE FLORIDA

May 9, 2002

CAPITAL CONNECTION INC. 417 E. VIRGINIA STREET SUITE 1 TALLAHASSEE, FL 32301

SUBJECT: VITAMIN EXPRESS CORPORATION

Ref. Number: W02000011426



We have received your document for VITAMIN EXPRESS CORPORATION 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 failed to make the correction(s) requested in our previous letter.

You must list the corporation's principal office and/or a mailing address in the document.

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) 245-6973.

Claretha Golden Document Specialist New Filings Section

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Letter Number: 702A00029286



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

2002 MAY - 9 PM 1:50

SEURE ARY OF STATE TALLAHASSEE FLORIDA

April 23, 2002

CAPITAL CONNECTION INC. 417 E. VIRGINIA STREET SUITE 1 TALLAHASSEE, FL 32301

SUBJECT: VITAMIN EXPRESS Ref. Number: W02000011426

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

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

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) 245-6973.

Claretha Golden Document Specialist New Filings Section

priected

Letter Number: 002A00024186

ARTICLES OF INCORPORATION OF VITAMIN EXPRESS CORPORATION

2002 MAY -9 PH 1:50

SECALIMAT OF STATE TALLAHASSEE FLORIDA

The undersigned, being of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation under and by virtue of the laws of the State of Florida

- 1. The name of the Corporation is Vitamin Express Corporation
- 2. The purpose of the Corporation shall be to engage in any lawful business for which corporations may be organized under the laws of the State of Florida.
- 3. The number of shares the corporation is authorized to issue shall be one hundered shares, all of one class designated as common stock.
- 4. The street address and county of the initial registered office of the corporation is 947 North Andrews Av. Ft. Lauderdale Fl 33311 and the name of the initial registered agent at this address is Donna Jaquith, this is also the principal place of business and mailing address.
- 5. The names and addresses of the persons who are to serve as directors until the first meeting of shareholders or until their successors are elected and qualify are:

Donna M. Jaquith (president) (sectary)
947 Noeth Andrews Av

Ft. Lauderdale Fl. 33311

Monique Jaquith (VP) 947 Noeth Andrews Av.

Ft. Lauderdale Fl. 33311

6. To the fullest extent permitted by the Florida Business Corporation Act as it exists or may hereafter be amended, no person who is serving or who has served as a

director of the corporation shall be personally liable to the corporation or any of its shareholders for monetary damages for breach of duty as a director. No amendment or repeal of this Article nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal, or adoption.

7. The name and address of the incorporator is

Donna Jaquith (register agent) 947 North Andrews Av. Ft> Lauderdale Fl. 33311

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8. These Articles shall be effective upon filing.

I am Familiar with and accept the responsibilities of Registered Agent. This the 17 day of April , 2002.
-dJana 117
Donna m Stagaith Incorporator
Registered Agent

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State of Florida County of Broward

Acknowledged before me on this the

17 day of April 2002.

By: Ponne Jaquith

Identification Shown: Me

- J. S. M.

L G Reinfeld

My Commission DD090793

Expires March 01, 2006