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Florida Department of State
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To:

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Fax Number : (850)205-0381

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FLORIDA PROFIT CORPORATION OR P.A.

pro sports nutrition, inc.

Certificate of Status	0
Certified Copy	1
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8/20/03

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ARTICLES OF INCORPORATION

OF

PRO SPORTS NUTRITION, INC.

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

ARTICLE I. - CORPORATE NAME

The name of the Corporation is PRO SPORTS NUTRITION, INC.

ARTICLE II. - CORPORATE DURATION

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III. - PURPOSE AND POWERS

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

ARTICLE IV. - CAPITALIZATION

The aggregate number of shares the Corporation is authorized to issue is 500. Such shares shall be of a single class and shall have a \$1.00 dollar par value.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the Corporation is 1241 Washington Avenue, Miami Beach, FL 33139, and the name of its initial registered agent at such address is Steven M. Falk. The principal office and mailing address of the corporation is 1241 Washington Avenue, Miami Beach, FL 33139.

This instrument prepared by:
Gary Silberman, Esq.
JONAS & SILBERMAN, P.A.
300 71st Street, Suite #405
Miami Beach, FL 33141
Florida Bar No. 0885230
Tel: (305) 866-7651

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ARTICLE VI - DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is one. The name and address of the person who is to serve as a member of the initial Board of Director is as follows:

Steven M. Falk
1241 Washington Avenue
Miami Beach, FL 33139

ARTICLE VII - INCORPORATORS

The name and address of the incorporator is:

Steven M. Falk
1241 Washington Avenue
Miami Beach, FL 33139

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami Beach, Florida on the 19th day of August, 2003.

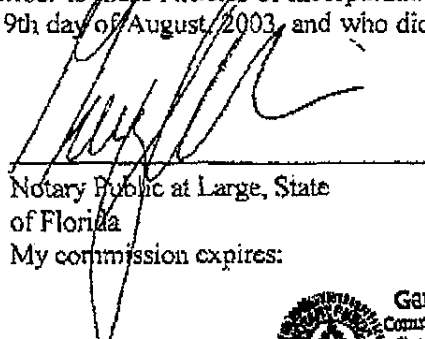


STEVEN M. FALK

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared STEVEN M. FALK and he acknowledged before me that he is the subscriber to these Articles of Incorporation and he has acknowledged that he has signed same on this 19th day of August, 2003, and who did take an oath.



Notary Public at Large, State
of Florida
My commission expires:



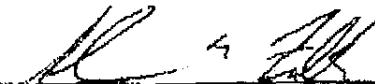
Gary Silberman
Commission # 01111111
Expires Feb. 21, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

TOTAL P.04

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ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

COMES NOW, STEVEN M. FALK, and hereby acknowledges her appointment
as the registered agent of PRO SPORTS NUTRITION, INC.


STEVEN M. FALK

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