

SECRETARY OF STATE  
WALLAWAY, T. H. A.

NORTH STAR NUTRITION, INC.  
4202 DEESON ROAD  
LAKE LAND, FL 33810  
(863) 816-8930

December 23, 2003

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: NORTH STAR NUTRITION, INC.

Dear Sir:

We enclose the original and duplicate copy of the Articles of Incorporation of the above mentioned corporation along with a separate Designation of Resident Agent and our check in the amount of \$70.00 representing filing fee and registered agent fee. Upon approval of the Articles, please return a certified copy to our office.

Very truly yours,



GLEND A GRANT

Enclosures

ARTICLES OF INCORPORATION  
OF  
NORTH STAR NUTRITION, INC.

03 DEC 30 PM 4:06  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is NORTH STAR  
NUTRITION, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence  
commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of  
transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares  
of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any  
new stock of this corporation of the same kind, class  
or series as that which he already holds, shall have  
the right to purchase his pro rata share thereof (as  
nearly as may be done without issuance of fractional  
shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 4202 Deeson Road, Lakeland, FL 33810, and the name of the initial registered agent of this corporation at that address is GLENDA GRANT.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation:

<u>NAME</u>	<u>ADDRESS</u>
GLENDA GRANT	4202 Deeson Road Lakeland, FL 33810
DEBBIE MOORE	4206 Deeson Road Lakeland, FL 33810

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles:

<u>NAME</u>	<u>ADDRESS</u>
GLENDA GRANT	4202 Deeson Road Lakeland, FL 33810

ARTICLE IX - OFFICERS

The names of the officers who, subject to the bylaws and these Articles of Incorporation, shall hold

office for the first year of the existence of the corporation or until their successors are duly elected and qualified, shall be:

<u>NAME</u>	<u>OFFICE</u>
GLEND A GRANT	President
DEBBIE MOORE	Vice President Treasurer
DENISE BROWN	Secretary

#### ARTICLE X - SHAREHOLDERS

The names and numbers of shares which the subscribers of these Articles of Incorporation agree to take are:

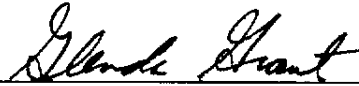
<u>NAME</u>	<u>SHARES</u>
GLEND A GRANT	51
DEBBIE MOORE	49

#### ARTICLE XI - SHAREHOLDERS QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. When a specified item of business is required to be voted on by a class or series of stock, a majority of the shares of such class or series shall constitute a quorum for the transaction of such item of business by that class or series. If a quorum is present, the affirmative vote

of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders unless otherwise provided by law. After a quorum has been established at a shareholders meeting, the subsequent withdrawal of shareholders, so as to reduce the number of shareholders entitled to vote at the meeting below the number required for a quorum, shall not affect the validity of any action taken at the meeting or any adjournment thereof.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 23rd day of December, 2003.



GLEND A GRANT

STATE OF FLORIDA     )  
COUNTY OF POLK     )

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared GLENDA GRANT, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 23rd day of December, 2003.



Notary Public

My Commission Expires:

(SEAL)



Sue E. Gross  
MY COMMISSION # CC938100 EXPIRES  
May 18, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING REGISTERED OFFICE AND  
REGISTERED AGENT SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN  
COMPLIANCE WITH SECTIONS 48.091 AND 607.034, FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT NORTH STAR NUTRITION, INC. DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF  
LAKELAND, STATE OF FLORIDA, HAS NAMED GLENDA GRANT,  
LOCATED AT 4202 DEESON ROAD, CITY OF LAKELAND, STATE OF  
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA.

SIGNATURE Glenda Grant  
(Corporate Officer)

TITLE President

DATE 12-23-2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR  
THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN  
THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS  
CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Glenda Grant  
(Registered Agent)

DATE 12-23-2003

FILED  
03 DEC 30 PM 4:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA