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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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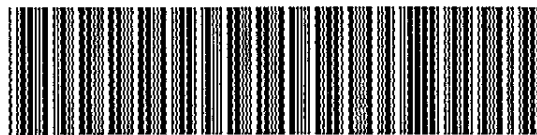
(Business Entity Name)

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2004 FEB -5 PM 5:28  
TALLAHASSEE FLORIDA

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*Bagdes & Bagdes*

*Attorneys at Law*

407 North Wild Olive Avenue  
Daytona Beach, FL 32118

Fabian Bagdes  
Mary-Ellen Bagdes

386-258-7171

Fax 386-258-7441

February 2, 2004

SECRETARY OF STATE  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Atlantic Health Foods, Inc.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$78.75 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,

FB

Fabian Bagdes

Enclosures

RECEIVED  
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TALLAHASSEE FLORIDA  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
ATLANTIC HEALTH FOODS, INC.

FILED  
2004 FEB -5 PM 5:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

ARTICLE ONE  
NAME

The name of the corporation is ATLANTIC HEALTH FOODS, INC.

ARTICLE TWO  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE  
PURPOSE

The purpose for which the corporation is organized is to operate a retail health food store for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR  
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE  
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX  
PRINCIPAL OFFICE

The address of the principal office of the corporation is: 426 Goodall Avenue, Daytona Beach, Florida 32118. This is also the mailing address of the corporation.

ARTICLE SEVEN  
REGISTERED OFFICE

The street address of the registered office of the corporation is 426 Goodall Avenue, Daytona Beach, Florida 32118, and the name of the initial registered agent at such address is Michele Petrella.

ARTICLE EIGHT  
DIRECTORS

The board of directors shall consist of the following members:

Michele Petrella	426 Goodall Avenue Daytona Beach, FL 32118
Ruby Petrella	426 Goodall Avenue Daytona Beach, FL 32118

ARTICLE NINE  
INCORPORATORS

The names and addresses of the incorporators are:

Michele Petrella	426 Goodall Avenue Daytona Beach, FL 32118
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Ruby Petrella

426 Goodall Avenue  
Daytona Beach, FL 32118

ARTICLE TEN  
OFFICERS

The officers of the corporation shall be:

Ruby Petrella  
President

426 Goodall Avenue  
Daytona Beach, FL 32118

Michele Petrella  
Vice-President/  
Treasurer

426 Goodall Avenue  
Daytona Beach, FL 32117


ARTICLE ELEVEN  
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE  
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, we have signed our names this \_\_\_\_ day of February, 2004.

  
Michele Petrella

  
Ruby L. Petrella

STATE OF FLORIDA  
COUNTY OF VOLUSIA

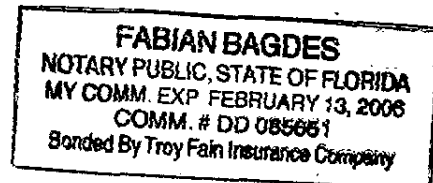
On this 2<sup>nd</sup> day of February, 2004, before me, the undersigned authority, appeared MICHELE PETRELLA, who is personally known to me or who has produced FL driver's license as identification; and, RUBY L. PETRELLA, who is personally known to me or who has produced FL driver's license as identification, and whose names are subscribed to the within instrument and having been duly sworn they acknowledged that they executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.



Notary Signature

Seal:



NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA  
DEPARTMENT OF STATE

FILED  
2004 FEB -5 PM 5:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

ATLANTIC HEALTH FOODS, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 426 Goodall Avenue, in the City of Daytona Beach, County of Volusia, in the State of Florida, has named Michele Petrella, who is located at 426 Goodall Avenue, Daytona Beach, Florida 32118, as its registered agent to accept service of process within the State.

DIRECTOR:

Michele Petrella

Ruby Petrella

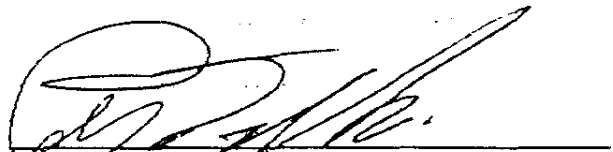
ADDRESS:

426 Goodall Avenue  
Daytona Beach, FL 32118

426 Goodall Avenue  
Daytona Beach, FL 32118

ACCEPTANCE:

I agree as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place as required by law.

  
Michele Petrella