# P05000087994

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#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

June 7, 2005

TANIA RIVERA 11980 SW 94 STREET MIAMI, FL 33186

SUBJECT: NUTRITION SOLUTIONS, INC.

Ref. Number: W05000028000

We have received your document for NUTRITION SOLUTIONS, 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):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

## Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P01000026733.

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) 245-6955.

Suzanne Hawkes Document Specialist New Filings Section

Letter Number: 505A00039841

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

May 10, 2005

To Whom It May Concern:

Enclosed please find Articles of Incorporation for a new For Profit Corporation entitled Nutrition Solutions, Inc. Also enclosed is a check for \$78.75 to cover filling fees and the fee for designation of a registered agent.

Sincerely,

Tánia Říverá Incorporator

# ARTICLES OF INCORPORATION OF Innovative Nutrition, Inc.

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

## ARTICLE I NAME

The name of this corporation shall be:

#### Innovative Nutrition, Inc.

Its principal place of business and/or mailing address shall be:

## 11980 SW 94 Street, Miami, FL 33186

#### ARTICLE II NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

# ARTICLE III AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 1000 shares of Common Stock having a par value of \$0.01 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

# ARTICLE IV TERMS OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

## ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be: 110 Merrick Way, Suite 2A, Coral Gables, FL. 33134

The name of the initial registered agent of this Corporation at that address shall be: **Ibis Hillencamp, Esq.** 

#### ARTICLE VI BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have One (1) director initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

## ARTICLE VII DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

Tania Rivera 11980 SW 94 Street Miami, FL 33186

#### ARTICLE VIII INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Tania Rivera

11980 SW 94 Street Miami, FL 33186 IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Miami, Florida, for the uses and purposes aforesaid, this 10<sup>th</sup> day of June, 2005.

Incorporator STATE OF FLORIDA

THE FOREGOING instrument was acknowledged before me this 10th day of June, 2005, by who is personally known to me or who has produced the following as

identification: Tanja Rivera and who diddid not take an

oath.

Netary Public, State of Florida Hnoek Gonzalez

Name of Notary, Typed/Printed

DD 320415 Commission Number

COUNTY OF MIAMI-DADE

My Commission Expires: 6-14-08

## **DESIGNATION AND ACCEPTANCE** OF REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Innovative Nutrition, Inc. having filed its Articles of Incorporation contemporaneously herewith, with its registered offices as indicated therein at 11980 SW 94 St., Miami, FL 33186, has named Ibis J. Hillencamp, Esq., located at 110 Merrick Way, Coral Gables, FL 33134, as its registered agent to accept service of process within this state.

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

Ibis J. Hillencamp, Esq, Registered Agent.

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