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CARLOS A MARTINEZ
519 N. SUNDANCE DRIVE
LAKE MARY, FL 32746
(407) 330-1337

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-08/11/95--01041--016
*****70.00 *****70.00

August 7, 1995

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

SUBJECT: SALUD AL NATURAL, INC.

Enclosed please find the original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$70.00 for the filing fee and registered Agent fee.

FROM: CARLOS A. MARTINEZ
519 N. SUNDANCE DRIVE
LAKE MARY, FL. 32746

FILED
95 AUG 22 PM 4: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W95-16327
502,



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 14, 1995

CARLOS A. MARTINEZ
519 N. SUNDANCE DRIVE
LAKE MARY, FL 32746

SUBJECT: SALUD AL NATURAL, INC.
Ref. Number: W95000016330

We have received your document for SALUD AL NATURAL, INC. and your check(s) totaling \$70.00. 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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6933.

Dana Farmer
Document Specialist

Letter Number: 395A00038000

Carlos A. Martinez
519 N. Sundance Drive
Lake Mary, FL 32746

August 18, 1995

Florida Department of State
Dana Farmer
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Subject: Corporate document for "Salud al Natural, Inc."

Dear Sirs:

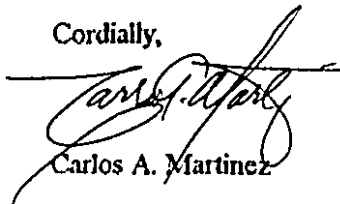
We acknowledge receipt of your letter (refer to enclosed copy), regarding our document of incorporation.

The reason for this letter is to clarify and rectify that the translated name of our corporation is not related or affiliated in any way to the company doing business and incorporated under the same name in Miami, Florida. The name our corporation should only be utilized in Spanish and it is not to be used or translated in English. The literal translation given to our corporation is "Health at Natural, Inc.". Please be clear in that we have a fictitious name approved for "Salud Al Natural". Therefore, and for interest between our fictitious translated name and the one existing in Miami.

We would appreciate your processing our document of incorporation under "Salud Al Natural, Inc."

If you have any questions, please feel free to call us at (407) 330-1337.

Cordially,



Carlos A. Martinez

CAM

Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SALUD AL NATURAL, INC.**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be:
SALUD AL NATURAL, INC.

ARTICLE - II

The Corporation shall have perpetual existence.

ARTICLE - III

The general purpose of the business to be transacted by this Corporation is:

- A. Transacting any or all lawful business for which corporations may be incorporated under Florida Statutes.
- B. To engage in every phase and aspect of Distribution, Retail Sales and Sales Training of Natural Products.
- C. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investment, and to own real and personal property necessary for the accomplishment of the corporation purposes.
- D. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objectives or the furthermore of any of the purposes enumerated in these Articles of Incorporation or any amendment hereof necessary and incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful manner, pursuit necessary or incidental to the accomplishment of the purposes or objects of this corporation.
- E. The foregoing paragraphs shall be construed as enumerating both objects and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

ARTICLE - IV - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

519 N Sundance Drive
Lake Mary, FL. 32746

ARTICLE - V - CAPITAL STOCK

This corporation is authorized to have 1,000 shares of \$10.00 par value common stock, which shall be designated common shares.

ARTICLE - VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Mr. Carlos A. Martinez, 519 N. Sundance Drive, Lake Mary, FL. 32746

The registered agent of the corporation may be changed at anytime without an amendment of these Articles.

ARTICLE - VII - INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

Carlos Martinez
519 N. Sundance Drive
Lake Mary, Fl. 32746


Shirley Hernandez
519 N. Sundance Drive
Lake Mary, Fl. 32746

ARTICLE - VIII - DIRECTORS

The business and affairs of the corporation shall be managed by a Board of one or more Directors. The number and composition of which Board shall from time to time be established by the Board of Directors.

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the Board of Directors, and stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that the Articles of Incorporation be amended.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals,
acknowledged and filed the foregoing Articles of Incorporation under the laws of the
State of Florida, this ____ day of August, 1995.



Signature/Title

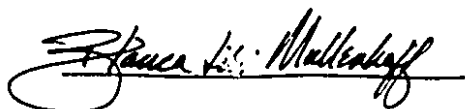


Signature/Title

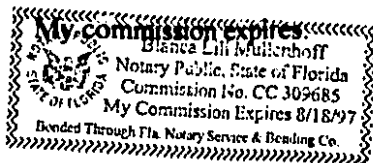
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared CARLOS A MARTINEZ,
AND SHIRLEY HERNANDEZ, and acknowledged that they executed the foregoing Articles of
Incorporation.

WITNESS my hand and official seal this 7th day of August, 1995.



Notary Public - State of Florida
COMM. CC 309685



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1 - The name of the corporation is: **SALUD AL NATURAL, INC.**

2 - The name and address of the registered agent and office is:

Carlos A Martinez
519 N Sundance Drive
Lake Mary, FL. 32746

SIGNATURE _____

(CORPORATE OFFICER)

TITLE _____

DATE _____

8-7-95

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

(RESIDENT AGENT)

DATE _____

8-7-95