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PUBLIC ACCESS SYSTEM
(((H9600001572))) TELEPHONE FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FAS- CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
109 EAST GAINES STREET MIAMI FL 33166- 000
TALLAHASSEE FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
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(((H96000001572))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: VITA NUTRICENTER, INC.
FAX AUDIT NUMBER: H96000001572 CURRENT STATUS: REQUESTED
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DIVISION OF CORPORATIONS

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PAGE 01
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION
OF
VITA NUTRICENTER, INC.**

I, the undersigned incorporator, hereby make, subscribe and acknowledge, and file with the Department of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the state of Florida.

ARTICLE I - NAME

The name and mailing address of this corporation shall be:

VITA NUTRICENTER, INC.
1080 S.W. 134th Court
Miami, Florida 33184

ARTICLE II - EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) shares of one cent par value common stock, which shall be designated "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 rate 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 principal street address of the initial registered office of this Corporation is 1080 S.W. 134th Court, Miami, Florida 33184 and the name of the

PREPARED BY: William M. Bustamante, Esq.
782 N.W. 42 Avenue, Ste. 638
Miami, FL 33126
Fla. Bar No.: 829048
(305) 444-7767

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initial registered agent of this Corporation is OSIRIS ROSARIO.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 3 director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than 1. The name(s) and address(es) of the initial director(s) of this Corporation is (are):

PRESIDENT: OSIRIS ROSARIO

1080 S.W. 134th Court
Miami, Florida 33184

VICE PRES: NOE CASTRO

12720 S.W. 47th Street

SECRETARY: OSIRIS ROSARIO

Miami, Florida 33175

TREASURER: OSIRIS ROSARIO

1080 S.W. 134th Court

Miami, Florida 33184

1080 S.W. 134th Court

Miami, Florida 33184

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer of director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name and address(es) of the person(s) signing these articles is (are):

OSIRIS ROSARIO

1080 S.W. 134th Court
Miami, Florida 33184

IN WITNESS WHEREOF, the undersigned subscriber(s) has(have) executed these articles of incorporation this 23 day of JANUARY, 1996.

Osiris Rosario
OSIRIS ROSARIO

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing, articles of incorporation, were acknowledged before me on this 23 day of JANUARY, 1996, by OSIRIS ROSARIO, as President of VITA NUTRICENTER, INC., who is personally known to me or who has produced his FLORIDA DRIVER'S LICENSE identification and who did take an oath.

M. Bustamante
Print: _____
NOTARY PUBLIC STATE OF FLORIDA

My commission expires:



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WM RUSTAMANTE ESQ

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA, NAMING AGENT UPON WHOM
SERVICE OF PROCESS MAY BE EFFECTIVE**

In compliance with Section 607.034 of the Florida statutes, the following
is submitted:

VITA NUTRIMENTAL, INC.

desiring to organize or qualify under the laws of the state of Florida,
with its principal office, as indicated in the Articles of Incorporation, in the
City of Miami, County of Dade, State of Florida, has named OSIRIS ROSARIO, 1980
S.W. 134th Court, Miami, FL 33184 as its agent to accept service of process
within the state of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated
corporation, at the place designated in this certificate, I hereby accept to
act in this capacity, and agree to comply with the provisions of all said act
relative to keeping open said office.

Dated this 23 day of January, 1996.


OSIRIS ROSARIO
AS REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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