

P960000030742

Requestor's Name

Americans Nutrition  
6171 Wilkey St.  
Hollywood, CA 33023

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10470 LINDSEY BLVD  
DALLAS, TEXAS 75243-1017  
\*\*\*122.50 \*\*\*122.50

Office Use Only

NUMBER(S), (if known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
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(Corporation Name) (Document #)
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(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in       Pick up time \_\_\_\_\_       Certified Copy  
 Mail out       Will wait       Photocopy       Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR -3 PM 12:52

Examiner's Initials

Jal/196

EFFECTIVE DATE

3/27/96

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 APR -3 PM 12:52

**ARTICLES OF INCORPORATION  
OF  
AMERICAN NUTRITION, INC.**

I, the undersigned, make, subscribe, acknowledge and file with the Secretary of 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 of the corporation shall be AMERICAN NUTRITION, INC.

**ARTICLE II - PLACE OF BUSINESS**

The principal place of business shall be situated at 6171 Wiley Street, Hollywood, Florida 33023, and said corporation shall have the right and privilege of establishing, operating, and doing business in such other counties of the State of Florida and in such other states of the United States of America and foreign countries as the Board of Directors may from time to time order and establish.

**ARTICLE III - NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is as follows:

To manufacture and sell nutritional products, and provide associated marketing and distribution, with all necessary licenses, permits and in complete compliance with all applicable codes; and to engage in any activities or business permitted under the laws of the United States and Florida for a corporation.

#### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock. Corporate stock may be subscribed to, issued or reissued without limitation, in accordance with the applicable laws of the State of Florida. After issuance, stock of the corporation may be sold, assigned or otherwise transferred without limitation, in accordance with the applicable laws of the State of Florida.

No shareholder of the corporation shall enter into a voting trust agreement or any other type agreement vesting in another authority to exercise the voting power of any or all of their stock.

#### **ARTICLE V - VOTING POWERS**

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

#### **ARTICLE VI - DURATION**

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles.

#### **ARTICLE VII - INITIAL ADDRESS**

The post office address of the corporation shall be 6171 Wiley Street, Hollywood, Florida 33023.

**ARTICLE VIII - DIRECTORS**

This corporation shall have one Director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one.

**ARTICLE IX - INITIAL DIRECTORS**

The names and street addresses of the first member of the Board of Directors, who is of full age and a citizen of the United States, and who shall hold office for the first year of the corporation's existence, or until a successor is elected and has qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jay G. Schwarz	6171 Wiley Street Hollywood, FL 33023

**ARTICLE X - INITIAL SUBSCRIBER**

The names and street addresses of each subscriber to these Articles of Incorporation and the number of shares of stock which each agrees to take are as follows:

<u>NAME AND ADDRESS</u>	<u>NO. OF SHARES</u>	<u>VALUE</u>
Jay G. Schwarz 6171 Wiley Street Hollywood, FL 33023	100	\$1.00 par

**ARTICLE XI - REGISTERED AGENT**

The street address of the corporation's initial registered agent is 6171 Wiley Street, Hollywood, Florida 33304, and the name of the corporation's initial registered agent at the above address is Jay G Schwarz.

**ARTICLE XII - SIGNATORY**

The name and address of the person signing these Articles is:

Jay G. Schwarz  
6171 Wiley Street  
Hollywood, FL 33023

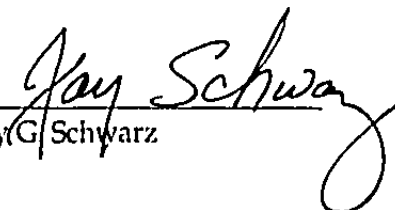
**ARTICLE XIII - SHARES OF STOCK**

All of the stock of the corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954, as added by the Small Business Tax Revision Act of 1958.

**ARTICLE XIV - AMENDMENT OF ARTICLES**

Except as to Article IV herein, this corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation. This Article shall not be construed to limit the authority of the corporation to issue additional shares of stock provided that the issuance of said shares is pursuant to the laws of the State of Florida and pursuant to the terms of said Article IV herein.

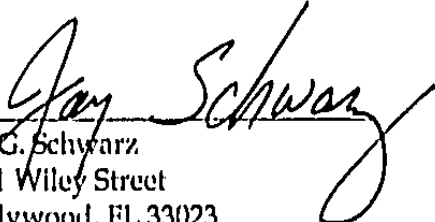
The Subscriber hereto has affixed hereunto his hand and seal this 27<sup>th</sup> day of MARCH, 1996.

  
Jay G. Schwarz

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for American Nutrition, Inc. at the place designated in this certificate, I hereby accept the duty and responsibility to act in this capacity.

  
Jay G. Schwarz  
6171 Wiley Street  
Hollywood, FL 33023