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((H96000009130))
NAME: FATSMART, INC.
FAX AUDIT NUMBER: H96000009130
DATE REQUESTED: 07/01/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$78.75
CURRENT STATUS: REQUESTED
TIME REQUESTED: 12:59:34
CERTIFICATE OF STATUS: 1
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 073171003004
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**Articles of Incorporation
of
EatSmart, Inc.**

Article I. Name

The name of this Florida corporation is:
EatSmart, Inc.

Article II. Address

The mailing address of the Corporation is:

EatSmart, Inc.
10823 S.W. 124th Place
Miami FL 33186

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Nancy M. Arroyo
Arroyo & Arroyo, P.A.
1600 West Eau Gallie Boulevard, Suite 201
Melbourne FL 32935

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

Nancy Arroyo FL Bar Member 0289655
Arroyo & Arroyo, P.A.
1600 West Eau Gallie Boulevard, Suite 201
Melbourne FL 32935
407-242-8656 • Fax 407-242-7081

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Letta Starr-Baumann

Article VI. Incorporator

The name and address of the incorporator is:

Nancy Arroyo
Arroyo & Arroyo, P.A.
1600 West Eau Gallie Boulevard, Suite 201
Melbourne FL 32935

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective June 28, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on June 28, 1996



NANCY ARROYO
by J.P. Mata as attorney-in-fact

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Nancy Arroyo FL Bar Member 0289655
Arroyo & Arroyo, P.A.
1600 West Eau Gallie Boulevard, Suite 201
Melbourne FL 32935
407-242-8656 • Fax 407-242-7081

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

CORPORATION:
EatSmart, Inc.

REGISTERED AGENT:
Nancy M. Arroyo
Arroyo & Arroyo, P.A.
1600 West Eau Gallie Boulevard, Suite 201
Melbourne FL 32935

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


NANCY M. ARROYO
by J.P. Mata as attorney-in-fact

Date: 7/1/96

Nancy Arroyo FL Bar Member 0289655
Arroyo & Arroyo, P.A.
1600 West Eau Gallie Boulevard, Suite 201
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