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12:24 PM EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
400 EAST GAINES STREET MIAMI FL 33136- 33166-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (804) 922-4000 PHONE: (305) 541-3894
FAX: (305) 541-3770
((H96000009378)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: NUTRITIONAL THERAPEUTIC, INC.
FAX AUDIT NUMBER: H96000009378 CURRENT STATUS: REQUESTED
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1. DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
NUTRITIONAL THERAPEUTIC, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates herself to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is:

NUTRITIONAL THERAPEUTIC, INC.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida.
2. And in general, to carry on any other business whatever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
3. And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or

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Prepared by: E. J. Generotti, Esq. FBN: 244805 954-523-2440
ONE FINANCIAL PLAZA # 2111
FT. LAUD., FL 33394

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other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION: The maximum number of shares of stock this corporation is authorized to have outstanding at any time is **FIVE HUNDRED (500)** shares of common stock, having a per value of **ONE AND 00/100 (\$1.00) DOLLAR** per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is **FIVE HUNDRED AND NO/100 (\$500.00) DOLLARS.**

ARTICLE V

COMMENCEMENT AND DURATION: This corporation is to commence existence upon the filing of the Articles of Incorporation by the Department of State.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS: The name of this corporation shall be **NUTRITIONAL THERAPEUTIC, INC.**, having its principal place of business at: One Financial Plaza, Suite 2111, Fort Lauderdale, Florida 33394.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida, as the said corporation may desire.

ARTICLE VII

DIRECTORS: This corporation shall have one (1) director initially; the number of Directors may be increased from time to time by the laws adopted by the stockholders, but shall

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never be less than one (1).

ARTICLE VIII

DIRECTOR: The name and address of the first Board of Directors of these Articles of Incorporation is as follows:

MITCHEL D. GARFINKEL
Director

One Financial Plaza, #2111
Fort Lauderdale, FL 33394

WILLIAM S. SEPLOW
Director

One Financial Plaza, #2111
Fort Lauderdale, FL 33394

The name and address of the original officers is as follows:

MITCHEL D. GARFINKEL
President, Secretary & Treasurer

One Financial Plaza, #2111
Fort Lauderdale, FL 33394

WILLIAM S. SEPLOW
Vice President

One Financial Plaza, #2111
Fort Lauderdale, FL 33394

ARTICLE IX

INCORPORATOR AND SUBSCRIBER: The Incorporator and Subscriber to all of the capital shares of the corporation is:

MITCHEL D. GARFINKEL

ARTICLE X

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

ARTICLE XI

REGISTERED AGENT: Tom E. J. GENEROTTI, One Financial Plaza, #2111, Ft.

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Lauderdale, FL 33394 is hereby named Registered Agent for this corporation to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for **NUTRITIONAL THERAPEUTIC, INC.** at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open and accessible


T. J. PENDERGOTTI
Registered Agent

SECRETARY OF STATE
OF
ALLAHASSEE, FLORIDA
JUL-8-94
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I, THE UNDERSIGNED, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 5th day of July, 1996.

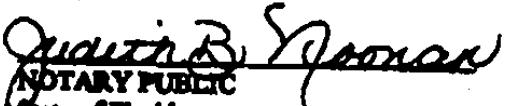
STATE OF FLORIDA)
COUNTY OF BROWARD)


MITCHEL D. GARFINKEL

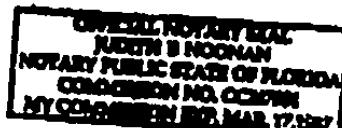
ss:

BEFORE ME, the undersigned authority, personally appeared MITCHEL D. GARFINKEL who is personally known to me and who did/did not take an oath, being by me first duly sworn, deposes and states that he is the person described in and who executed the foregoing Articles of Incorporation and he acknowledged that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 5th day of July, 1996.


NOTARY PUBLIC
State of Florida
Print Name: Judith B. Noonan

My Commission expires:



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