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PRESTIGE FILE  
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 077040 4303929

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : September 6, 1996

ORDER TIME : 10:44 AM

ORDER NO. : 077040

CUSTOMER NO: 4303929

400001941484

CUSTOMER: Ms. Sheryl C. Vainstein  
GREENBERG TRAUIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
20th Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC FILING

NAME: VITAMINS, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
CORPORATIONS  
96 SEP -6 PM 3:48

FILED  
DIVISION OF CORPORATION  
96 SEP 11 11:19  
96/96

**ARTICLES OF INCORPORATION**  
**OF**  
**VITAMINS, INC.**

STATE  
RECORDS  
96 SEP - 5 PM 3:40

**ARTICLE I**

The name of the corporation is **VITAMINS, INC.** (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is  
1221 Brickell Avenue, Suite 2200, Miami, FL 33131

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	\$ 0.01	Common

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

#### ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is two, and the names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified are:

Cid J. Jardim  
Rua Jesuino Arruda 769, 8<sup>th</sup> Floor  
Sao Paulo, Brazil

Joao Marinho  
Rua Mascarenhas de Moraes, 5855-B  
Recife, PE, Brazil

#### ARTICLE VII

The name of the Incorporator is Paulo C. Miranda and the address of the Incorporator is Greenberg Traurig, 1221 Brickell Avenue., 22<sup>nd</sup> floor, Miami, Florida 33131

#### ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 4<sup>th</sup> day of September 1996.

  
Paulo C. Miranda

#### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of VITAMINS, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

Karen B. Rozar, at its

Corporation Service Company  
  
Registered Agent

Dated: September 6, 1996

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP -6 PM 3:18