

DELGADO,
BEFELER,
STARKMAN &
MAGOLNICK, P.A.

GEORGE BEFELER

VIA FEDERAL EXPRESS

November 5, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: **NUTRITION INTUITION, INC.; OUR FILE NO.: SNYD 07 (1219)**

Dear Sir/Madam:

Enclosed is an executed Articles of Incorporation with a conformed copy of the above named company and our check in the amount of \$122.50 representing the filing fee for the same. Please file such Articles of Incorporation and return a copy thereof to this office.

Very truly yours,

GEORGE BEFELER, P.A.


GEORGE BEFELER, ESQ.

GB: df

Enclosures

n:\nyd\articles

NationsBank Tower
100 Southeast 2nd Street, 37th Floor
Miami, Florida 33131

Telephone: (305) 379-8300
Facsimile: (305) 379-4404 • (305) 379-4429

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV -6 AM 11:03

200001937812--9
-11/06/96--01056--004
****122.50 ****122.50

D. BROWN NOV - 8 1996

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

a Florida corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -5 11:11:03

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is Nutrition Intuition, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to develop and operate a Smoothie King business.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is One Hundred (100) Shares of capital stock, \$1.00 par value each. The issuance and transfer of capital stock is governed by the terms of the Franchise Agreement entered into by and between Smoothie King Home of the Muscle Punch Franchises, Inc., a Louisiana corporation, and Nutrition Intuition, Inc., a Florida corporation.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is two (2) and the name and address of the persons who are to serve as director until the first annual meeting of shareholders or until his successor is elected and qualified are:

Jonathan Muhtar
1232 South Dixie Highway
Coral Gables, Florida 33146

Rodney Snyder
1232 South Dixie Highway
Coral Gables, Florida 33146


SEVENTH: The name and address of the incorporator, the initial registered agent and the initial registered office is:

George Befeler, Esq.
Delgado, Befeler, Starkman and Magolnick, P.A.
100 Southeast Second Street, 37th Floor
Miami, Florida 33131

EIGHTH: The principal office of the corporation is:


1232 South Dixie Highway
Coral Gables, Florida 33146

DATED: November 5th, 1996


George Befeler, Esq.
Incorporator and Initial Registered Agent

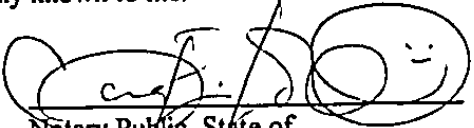
ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.


George Befeler, Esq.
Incorporator and Initial Registered Agent

STATE OF FLORIDA)
: SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 5th day of November, 1996 by George Befeler, Esq. who did take an oath and is personally known to me.


Notary Public, State of
Florida at Large

My commission expires:

n. any article



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -6 AM 11:03