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February 6, 1997

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122.50 *122.50

EFFECTIVE DATE
2-6-97

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: SunVita Foods, Inc.; Articles of Incorporation

Dear Sir:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for SunVita Foods, Inc. and a check in the amount of \$122.50 for the filing of these Articles and for a certified copy of same.

FILED
97 FEB 10 PM 4:32
TALLAHASSEE, FLORIDA

Return certified copy to :

Michael T. Haire, Esq.
200 S. Harbor City Blvd.
Suite 201
Melbourne, FL 32901

Very truly yours,

Michael T. Haire

Michael T. Haire, Esq.

PH
2/12/97

MTH/dc
Enclosures
cc: Client

**ARTICLES OF INCORPORATION
OF
SunVita Foods, Inc.**

FILED

97 FEB 10 PM 4:32

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of Incorporation. TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the corporation shall be: SunVita Foods, Inc.

RECEIVED DATE

2-6-97

**ARTICLE II
TERM OF EXISTENCE**

This corporation shall commence at the signing of these Articles and shall exist perpetually.

**ARTICLE III
PURPOSE**

- (a) To engage in any activity or business lawful under the laws of the state of Florida or the United States of America.
- (b) To invest in any type of investment.
- (c) To own real and personal property necessary for the rendering of the above referenced professional services.

**ARTICLE IV
PRINCIPLE OFFICE**

The principle place of business and mailing address of this corporation shall be:

215 Allan Lane
Melbourne Beach, FL 32951

**ARTICLE V
STOCK**

This corporation is authorized to issue one hundred (100) shares of stock at no par value.

ARTICLE VI
INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Michael T. Haire, Esq.
200 S. Harbor City Blvd., Suite 201
Melbourne, FL 32901

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of One (1) director initially. The number of directors may be increased from time to time by the By-laws, but shall never be less than one (1). The name and address of the person who shall serve as director until the first meeting of shareholders or until his successors shall have been elected and qualified are:

Alan R. Grover
215 Allan Lane
Melbourne Beach, FL 32951

ARTICLE VIII
INCORPORATION

The name and address of the incorporator of these Articles of Incorporation is:

Alan R. Grover, 215 Allan Lane, Melbourne Beach, FL 32951

The undersigned has executed these Articles of Incorporation this 6th day of February, 1997.

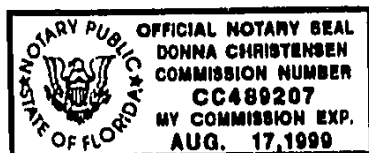
Alan R. Grover

Alan R. Grover

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 6th day of February, 1997 by Alan R. Grover, who is personally known to me or, who has produced _____ as identification and who did (did not) take an oath.



Donna Christensen
Notary Public, State of Florida
My commission expires: 8/17/99

FILED

97 FEB 10 PM 4:32

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: SunVita Foods, Inc.
2. The name and address of the registered agent and office is:

Michael T. Haire, Esq.
200 S. Harbor City Blvd.
Suite 201
Melbourne, FL 32901

Alan R. Grover

Signature

Title: Incorporator

Feb. 6th, 1997

Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Michael T. Haire

Signature

2/6/97

Date