

P970000033730

April 3, 1997

Secretary of State
Florida Division of Corporations
P.O. BOX 6327
Tallahassee, Florida 32314

Re: Health Nuts, Inc.

100002142751--2
-04/14/97--01167--004
****122.50 ****122.50

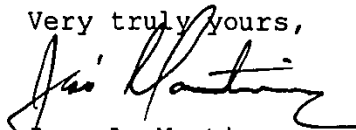
Gentlemen:

Enclosed are one (1) original executed Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$122.50 for the following fees:

Filing Fees	\$35.00
Certified Copies	\$52.50
Registered Agent Designation	\$35.00
TOTAL	\$122.50

Please return a certified copy of the Articles of Incorporation to the undersigned as soon as they are filed.

Very truly yours,



Jose A. Martinez

Enclosures

FILED
97 APR 14 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc 4/15/97

FILED
97 APR 14 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
HEALTH NUTS, INC.

ARTICLE I.

CORPORATE NAME

The name of this corporation shall be: HEALTH NUTS,
INC.

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Hundred (100) shares of common stock having a no par value. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: JOSE A. MARTINEZ, 209 N.E. 2nd Avenue, Miami, Florida 33131.

ARTICLE V.

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be: 209 N.E. 2nd Avenue, Miami, Florida 33131.

ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

<u>Name</u>	<u>Address</u>
JOSE A. MARTINEZ	209 N.E. 2 nd Avenue, Miami, Florida 33131
ALLAN CAO	209 N.E. 2 nd Avenue, Miami, Florida 33131
IHOVSANY HERNANDEZ	209 N.E. 2 nd Avenue, Miami, Florida 33131

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

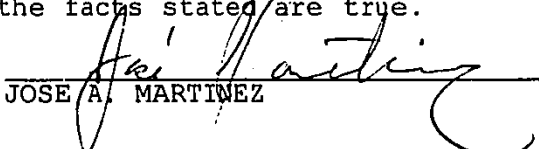
ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

<u>Incorporator</u>	<u>Address</u>
JOSE A. MARTINEZ	209 N.E. 2 nd Avenue, Miami, Florida 33131


THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


JOSE A. MARTINEZ

STATE OF FLORIDA :
: SS
COUNTY OF DADE :

BEFORE ME, the undersigned authority, appeared Jose A. Martinez who is personally known to me or who has produced _____ as identification, and acknowledged that he/she/they executed said Articles of Incorporation, and who did take an oath.

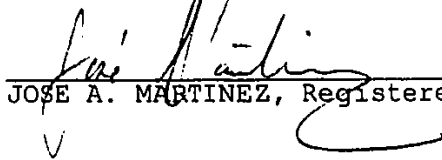
WITNESS my hand and seal in the State and County aforesaid, this 7th day of April, 1997.


NOTARY PUBLIC, State of Florida
Print Name: ELIZABETH FLORES
My Commission Expires:



Elizabeth Flores
My Commission CCB60458
Expires Aug. 27, 2000

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


JOSE A. MARTINEZ, Registered Agent

Q/2066

FILED
97 APR 14 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA