

PA7000034083

Alfred A. Adessi

April 9th, 1997

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

RE: SMOOTHIE AMERICA NUTRITION CENTERS, INC.

200002142122--5
-04/14/97--01082--011
*****70.00 *****70.00

Dear Secretary of State:

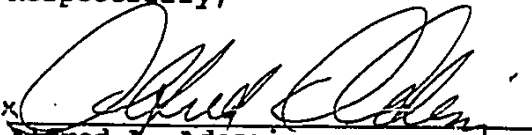
Enclosed find one original and a copy of the Articles of Corporation of SMOOTHIE AMERICA NUTRITION CENTERS, INC. and our check made payable to the Secretary of State which includes the statutory filing fee. Your assistance in establishing this corporation is appreciated.

Upon validation kindly mail the Articles to:

Paralegal Associates
6300 W. Atalantic Blvd
Margate, Florida 33063

Kindly phone at 1-954-971-8468 and speak with Mr. Fazal Khan if there is any question or problem.

Respectfully,


* Alfred A. Adessi

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 14 PM 9:45

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Articles of Incorporation of

SMOOTHIE AMERICA NUTRITION CENTERS, INC.

ARTICLE ONE

The name of the corporation is SMOOTHIE AMERICA NUTRITION CENTERS, INC. The principal address of the corporation is: 1725 E. Commercial Blvd., Ft. Lauderdale, Florida 33334.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations maybe incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 1000000, at no par value.

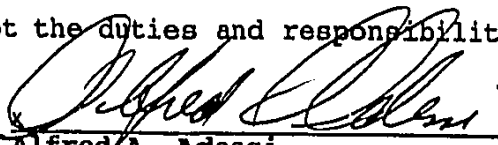
ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 1725 E. Commercial Blvd., Ft. Lauderdale, Florida 33334, and the name of its initial registered agent at such address is Alfred A. Adessi.

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


Alfred A. Adessi

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLE SEVEN

The number of directors constituting the initial board of directors is one (1), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
Alfred A. Adessi	1725 E. Commercial Blvd. Ft. Lauderdale, Florida 33334

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
Alfred A. Adessi	1725 E. Commercial Blvd. Ft. Lauderdale, Florida 33334

(signed)

x 
Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.