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5/12/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

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NAME: A1A GOULDS NUTRITION CENTER INC.

AUDIT NUMBER.....H97000007754

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

FILED
97 MAY 12 PM 7:10

F. 01-000000

MAY 12 1997

ARTICLES OF INCORPORATION OF

A1A GOULDS NUTRITION CENTER INC.

FILED
97 MAY 12 AM 7:11
TALLAHASSEE, FLORIDA

ARTICLE I- NAME:

The name of this corporation is: A1A GOULDS NUTRITION CENTER INC.

ARTICLE II-DURATION:

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III-PURPOSE:

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV-CAPITAL STOCK:

This corporation is authorized to issue sixty (60) shares of NO PAR VALUE common stock, which shall be designated "Common Stock".

ARTICLE V-PREEMPTIVE RIGHTS:

Every shareholders, upon the sale for cash of any new stock of

Prepared by:

IBRAHIM VELAZQUEZ
85 GRAND CANAL DR SUITE 404
MIAMI, FL 33144
(305) 262-9839

H97000007754

this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI—INITIAL REGISTERED OFFICE AND AGENT:

The street address of the principal office of this corporation is: 64 SW 18 Road Miami, FL 33129

The name of the initial registered agent of this corporation is:

TRINA T BERTOT
64 SW 18 ROAD
MIAMI, FL 33129

ARTICLE VII—INITIAL BOARD OF DIRECTORS:

This corporation shall have (2) director(s), initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The name(s) and address(es) of the initial director(s) of this corporation is (are):

RUTH Y LARA SECRETARY
552 SW 78 CT
MIAMI FL, 33144

TRINA T BERTOT PRESIDENT
64 SW 18 ROAD
MIAMI, FL 33129

ARTICLE VIII—INDEMNIFICATION:

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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ARTICLE IX-INCORPORATORS:

The name and address of the person(s) signing these articles of incorporation is (are):

TRINA T BEETOT, RESIDENT
64 SW 18 ROAD
MIAMI, FL 33129

RUTH Y LABA SECRETARY
532 SW 78 CT
MIAMI, FL 33144

IN WITNESS WHEREOF, the undersigned
subscriber(s) has (have) executed these Articles of Incorporation
this 5th day of MAY 1997

Ruth Loba

Trina T. Beetot

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON
WHOM SERVICE OF PROCESS MAY BE EFFECTIVE**

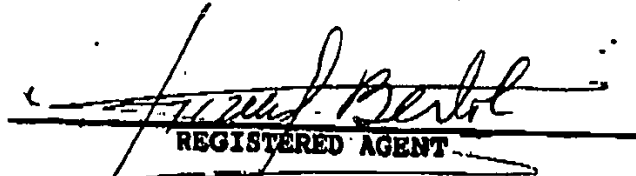
IN COMPLIANCE with Section 607.034 of the Florida Statutes, the following is submitted:
desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Miami, County of Dade, State of Florida, has named:
TRINA T. BERTOT as its agent to accept service of process within the State of Florida, with the registered address as:

64 SW 18 Road Miami, Florida 33129

ACKNOWLEDGMENTS

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE MENTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED: THE 5th DAY OF MAY 97


REGISTERED AGENT

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