

7/28/97

H97000012231  
P97000065044

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

10:52 AM

((H97000012231 1)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN

PHONE: (904)385-6735

FAX #: (904)385-6781

NAME: J.E.A.F., INC.

AUDIT NUMBER.....H97000012231

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

CERT. OF STATUS..0 PAGES..... 8

CERT. COPIES.....0 DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

10

FILED  
97 JUL 28 PM 2:31  
TALLAHASSEE, FLORIDA

W97-17295

H97000012231

- 1 -

BM 7/28/97

H97000012231

P.01  
P.1**ARTICLES OF INCORPORATION**

of

**J. E. A. F., INC.**

The undersigned natural person, competent to contract under the laws of the State of Florida, acting as a subscriber of these Articles, under the provisions of Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I****NAME**

The name of the corporation is

**J. E. A. F., INC.**

**ARTICLE II****Nature of Business, Purposes and Powers**

The general nature of the business to be transacted by this corporation is:

- a Any activity or business permitted under the laws of the United States and of the State of Florida; including the manufacturing, marketing, sale and distribution of Vitamin and mineral supplements; and
- b To build, erect, construct, lease or otherwise acquire, manage, occupy, maintain, and operate buildings for retail sales, businesses, warehouses, factories, and

ROBERT E. DILLON, ESQ  
7280 West Palmolive Park Road  
Suite #304  
Boca Raton, Florida 33433  
FBN: 075360

H97000012231

H97000012231

business structures of all kinds, and to keep manage, conduct and operate such buildings.

- c To hire and employ agents, servants, and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, trustee, factor, or otherwise, either alone or in the company with others.
- d To promote or aid in any manner, financially or otherwise, any person, firm, association, or corporation, and to guarantee contracts and other obligations.
- e To let concessions or franchises to others to do any of the things that this corporation is empowered to do, and to enter into, make, perform, and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.
- f To carry on any business, retail or wholesale, residential or commercial, whatsoever that this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or that it may deem calculated, directly or indirectly, to improve the interests of this corporation, and to do all things specified in the Florida Statutes, and to have and to exercise all powers conferred by the laws of the State of Florida on corporations formed under the laws pursuant

H97000012231

H97000012231

P. 03  
P. 3

to which and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended, and to do any and all things hereinabove set forth to the same extent and as fully as natural persons might or could do, either alone or in connection with other persons, firms, associations, or corporations, and in any part of the world.

### ARTICLE III

#### Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a nominal or par value of \$1.00 per share; all shares shall be paid in lawful money of the United States of America or in property, labor or services, the just value thereof shall be fixed by the Board of Directors of the corporation in the manner provided for by the laws of the State of Florida.

### ARTICLE IV

#### Initial Capital

The amount of capital with which this corporation will begin business is not less than Five Hundred (\$500.00) Dollars.

### ARTICLE V

#### Term of Existence

This corporation is to exist perpetually.

H97000012231

H97000012231

P. 04  
P. 4

## ARTICLE VI

### Address

The initial post office address of the principal office of this corporation in the State of Florida is:

2345 NW 45th. Street

Boca Raton, Florida 33431

The Board of Directors may from time to time move the principal office to any other address in Florida.

## ARTICLE VII

### Directors

This corporation shall have one (1) director initially. The number of directors may be increased or decreased, from time to time, by an amendment of the bylaws of the corporation in the manner provided by law but shall never be less than one (1) The name and address of the initial director is:

**JOYCE E. FRIEND**  
2345 NW 45th. Street  
Boca Raton, Florida 33431

H97000012231

H97000012231

P.06  
P.S.

#### ARTICLE VIII

##### Registered Agent and Office Address

The name and address of the initial Registered Agent and  
the Office address is:

ROBERT E. DILLON, ESQ.  
7280 West Palmetto Park Road,  
Suite #304  
Boca Raton, Florida 33433

#### ARTICLE IX

##### Incorporator

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

ROBERT E. DILLON, ESQ.  
7280 West Palmetto Park Road,  
Suite #304  
Boca Raton, Florida 33433

#### ARTICLE X

##### Conflict of Interest

No contract or other transaction between this corporation and any other corporation and  
no other act of this corporation shall, in the absence of fraud, in any way be affected or  
invalidated by the fact that any of the officers, stockholders or directors of this corporation are  
pecuniarily or otherwise interested in, or as stockholders, directors or officers of such other  
corporation. Any office, stockholder or director of this corporation, individually or any firm or

H97000012231

H9700001223

P. 06  
P. 6

association of which any officer, stockholder or director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact he individually or such firm or association is so interested shall be disclosed or shall have been known to the Board of Directors or a majority of such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such contract or transaction shall be taken; and any director of this corporation who is also a director or officer of such other corporation or who is so interested at any meeting of the Board of Directors which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested. Any director of this corporation may vote upon any contract or other transaction between this corporation, any subsidiary or affiliated corporation without regard to the fact that he is also a director of such subsidiary or affiliated corporation.

#### ARTICLE XI

##### Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XII

##### Lost or Destroyed Stock Certificates

Stock certificates to replace lost or destroyed certificates shall be issued only in accordance with the By-Laws of this corporation.

H9700001223

H97000012231

P. 07

association of which any officer, stockholder or director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact he individually or such firm or association is so interested shall be disclosed or shall have been known to the Board of Directors or a majority of such members thereof as shall be present at any meeting of the Board of Directors at which action upon any such contract or transaction shall be taken; and any director of this corporation who is also a director or officer of such other corporation or who is so interested at any meeting of the Board of Directors which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested. Any director of this corporation may vote upon any contract or other transaction between this corporation, any subsidiary or affiliated corporation without regard to the fact that he is also a director of such subsidiary or affiliated corporation.

#### ARTICLE XI

##### Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE XII

##### Lost or Destroyed Stock Certificates

Stock certificates to replace lost or destroyed certificates shall be issued only in accordance with the By-Laws of this corporation.

H97000012231



H97000012231

P. 08  
P. 8

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of  
Incorporation this 23 day of July, 1997.

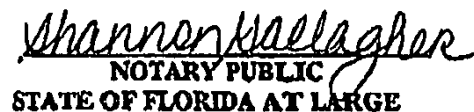
  
ROBERT E. DILLON

STATE OF FLORIDA)

COUNTY OF DADE )

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in  
the State and County named above, to take acknowledgements, personally appeared ROBERT E.  
DILLON, who is personally known to me or produced (known) as identification  
to me known and known to be the person described as subscriber in and who executed the  
foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those  
Articles of Incorporation.

WITNESS my hand and official seal at Boca Raton, in the County and State named above  
this 23<sup>rd</sup> day of July, 1997.

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My Commission Expires:



Shannon Gallagher  
My Commission CCB32472  
Expires March 24, 2001

H97000012231

H97000012231

P. 09

**ACCEPTANCE OF RESIDENT AGENT**

Having been named to accept service of process for the above named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
**ROBERT E. DILLON**  
Registered Agent

H97000012231

97 JUL 28 PM 2:31  
TALLAHASSEE, FLORIDA