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TRANSMITTAL LETTER

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

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-10/13/97--01086--011
*****78.75 *****78.75

SUBJECT: ADAM & Eve Nutritional Distributors, Inc. 100- Profit Articles
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ $70.00 Filing Fee	☑ $78.75 Filing Fee & Certificate	☐ $122.50 Filing Fee & Certified Copy	☐ $131.25 Filing Fee, Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: Irene Adams
Name (Printed or typed)

8640 N.W. 51 Street
Address

Lauderhill, Fl. 33351
City, State & Zip

954-742-0592
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 13 AM 10:27

NOTE: Please provide the original and one copy of the articles.

10/15/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 13 AM 10: 27

ARTICLES OF INCORPORATION
OF
ADAM & EVE NUTRITIONAL DISTRIBUTORS, INC.

I, **IRENE ADAMS**, being of legal age, do hereby sign these presents for the purpose of becoming a Corporation under the laws of the state of Florida authorizing the formation of Corporations.

These Articles of Incorporation are to be effective on the _______ day of _____________ _______________, 1997. (If no date is inserted, these Articles are to be effective as of the date of filing with the Secretary of State.)

ARTICLE I

The name of the Corporation shall be:

ADAM & EVE NUTRITIONAL DISTRIBUTORS, INC.

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

MARKETING HEALTH FOOD SUPPLEMENTS

and do any and all things and matters necessary and appertaining thereto and further enabling this corporation to engage in any activity or business permitted under the laws of the United States and of the Chapter 607 of the Florida Statutes and any successor or supplemental statute or authority; to purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; capital stock owned by the corporation shall not be voted upon directly, nor counted as outstanding for the purpose of any stockholders' quorum or vote; and to do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes thereinafter or before enumerated or incidental tot he powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the corporation, either as holders of, or interested in any property, or otherwise; and to exercise all of the powers which are now or may hereafter be conferred upon corporation generally by the laws of the State of Florida.

ARTICLE II

The principal address of the corporation is: 8640 N.W. 51 Street, Lauderhill, Florida 33351 with the privilege of having its office and branch offices at other places within or without the State of Florida.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

ONE THOUSAND (1000) SHARES,

ONE ($1.00) DOLLAR PAR VALUE,

COMMON STOCK

ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE V

The number of Directors of this Corporation shall be not less than one (1) nor more than three (3), and the initial Board of Directors of this corporation shall be comprised of TWO (2) members.

ARTICLE VI

The names and street addresses of the persons who are appointed to act as Directors until the first annual meeting of the Stockholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
IRENE ADAMS	**8640 N.W. 51st Street Lauderhill, FL 33351**
JAYE MASTER	**N.W. 87th Avenue Lauderhill, FL 33351**

ARTICLE VII

The names and addresses of the persons signing these Articles of Incorporation as a Subscriber and the number of shares each has agreed to purchase are as follows:

NAME	ADDRESS	NO. OF SHARES
IRENE ADAMS	**8640 N.W. 51st Street** **Lauderhill, FL 33351**	**500**
JAYE MASTER	**N.W. 87th Avenue** **Lauderhill, FL 33351**	**500**

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX

The address of the Registered Office of this Corporation shall be:

8640 N.W. 51st Street
Lauderhill, FL 33351

ARTICLE X

The Corporation has designated as its initial Registered Agent, **IRENE ADAMS**, who is a resident of the State of Florida, and whose business office is the same as that of the Registered Office.

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

Irene Adams
IRENE ADAMS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 13 AM 10: 27

ARTICLE XI

The name and address of the incorporator to these Articles of Incorporation are:

NAME	MAILING ADDRESS
IRENE ADAMS	**8640 N.W. 51 Street** **Lauderhill, Fl 33351**

Irene Adams
Incorporator

STATE OF FLORIDA)
) ss
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared IRENE ADAMS, known to me to be the individual described in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Broward County, Florida, this 10 day of October, 1997.

Heather Chin-Loy

My Commission Expires: 12/27/99

HEATHER CHIN-LOY
MY COMMISSION # CC 521298
EXPIRES: December 27, 1999
Bonded Thru Notary Public Underwriters

ACKNOWLEDGMENT

Having been named as Registered Agent for the Above-stated Corporation at the place designated in these Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of all applicable statutes relative to keeping open said office.

Irene Adams
REGISTERED AGENT
IRENE ADAMS