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March 1, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-03/25/98--01034--018
*****70.00 *****70.00

RE: NutriHealth, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of the filing fees, copy of Articles of Incorporation and fee for registered agent designation for the above named corporation.

Very truly yours,

Paul A. Tutobene
11178 NW 37 St.
Sunrise, FL 33351

Paul A Tutobene

FILED
98 MAR 25 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 26 1998

ARTICLES OF INCORPORATION

of

NutriHealth, Inc.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

NutriHealth, Inc.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue SIX HUNDRED shares (600) of ONE Dollar(s) (\$1) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPLE OFFICE

The name and street address of the Initial Registered Agent of this Corporation is:

PAUL TUTTOBENE
11178 N.W. 37TH STREET
SUNRISE,

FL

33351

FILED
98 MAR 25 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

PAUL TUTTOBENE
11178 N.W. 37TH STREET
SUNRISE,

FL

33351

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

PAUL TUTTOBENE
11178 N.W. 37TH STREET
SUNRISE,

FL

33351

IN WITNESS WHEREOF, the undersigned director(s) have executed these Articles of Incorporation this 1st day of March, 1998.

Paul A. Tuttobene

STATE OF FLORIDA

COUNTY OF Broward

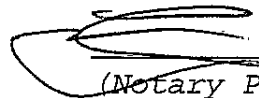
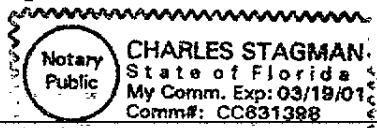
before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Paul Tuttobene

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that He executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 1st day of March, 1998.

(Notary Seal)

 
(Notary Public, State of Florida at Large)

My Commission expires:

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

NutriHealth, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 11178 N.W. 37th Street, Sunrise, FL 33351 has named Paul Tuttobene located at the aforesaid address, as its Registered Agent to accept service of process within this state. The principal and mailing address of the corporation is the same as the registered agent.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Paul A. Tuttobene
(registered agent)

FILED
98 MAR 25 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA