

P980000 35500

MOORE, HILL, WESTMORELAND, HOOK & BOLTON, P. A.  
ATTORNEYS AT LAW

NINTH FLOOR  
SUNTRUST TOWER  
220 W. GARDEN STREET

PENSACOLA, FLORIDA 32501

TELEPHONE (850) 434-3541

POST OFFICE BOX 1792  
PENSACOLA, FLORIDA 32598-1792

FAX (850) 435-7899

INTERNET

<http://www.mhwhb-law.com>

H. EDWARD MOORE, JR. \*  
J. LOFTON WESTMORELAND  
LARRY HILL \*  
MICHAEL D. HOOK \*  
STEPHEN F. BOLTON \*  
YANCEY F. LANGSTON  
WILLIAM R. MITCHELL  
BRIAN H. KIRKLAND  
CHARLES F. BEALL, JR. \*\*  
JAMES A. MCGHEE \*\*  
NATALIE D. WILHELM

April 15, 1998

\*BOARD CERTIFIED CIVIL TRIAL LAWYER  
\*\*ALSO ADMITTED IN ALABAMA

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

Re: Nutrition 1st, Inc.

100002492371-- 5  
-04/17/98 --01067--018  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

Enclosed please find an original and one copy of the proposed Articles of Incorporation for the above-referenced corporation. Would you please file the original and provide us with one certified copy of the Articles? We are enclosing a check payable to your order in the amount of \$122.50 in payment of the following items:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agency Designation	<u>35.00</u>

TOTAL \$122.50

Thank you for your assistance in this matter and if you have any questions, please do not hesitate to contact me.

Very truly yours,

MOORE, HILL, WESTMORELAND,  
HOOK & BOLTON, P.A.

*Judy Pinette*

Judy Pinette, CLA to  
Charles F. Beall, Jr.

/jap  
Enclosures

FILED  
98 APR 17 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK APR 20 1998

ARTICLES OF INCORPORATION

OF

NUTRITION 1ST, INC.

THE UNDERSIGNED, who desire(s) to form a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be Nutrition 1st, Inc.

ARTICLE II - PURPOSES

The general purposes for which this corporation is organized are:

(1) To transact any lawful business or businesses for which corporations may be incorporated under the Florida General Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary, implied, helpful, or desirable in order to accomplish the foregoing.

ARTICLE III - DURATION

The term of existence of the Corporation is perpetual.

**FILED**  
98 APR 17 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VI - CAPITAL STOCK

The number of shares of capital stock that the Corporation is authorized to issue is 1,000 shares, all of which shall be voting common shares with par value of \$1.00 per share.

## ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation in this State is 1620 Airport Boulevard, Pensacola, Florida 32504. The initial registered agent at said registered office is John Morgan.

## ARTICLE VI - INCORPORATORS

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
John Morgan	1160 E. Lee Street Pensacola, Florida 32503

## ARTICLE VII - BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The name and address of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
John Morgan	1160 E. Lee Street Pensacola, Florida 32503

ARTICLE VIII - AMENDMENT

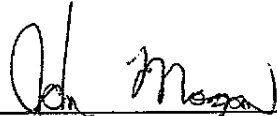
These Articles of Incorporation may be amended in the manner provided by Florida law.

ARTICLE IX - MAILING ADDRESS

The street address of the initial principal office is 1620 Airport Boulevard, Pensacola, Florida 32504. The mailing address of the corporation is 1160 E. Lee Street, Pensacola, Florida 32503.

IN WITNESS WHEREOF, we have hereunto subscribed our names this

14 day of April, 1998.

  
JOHN MORGAN,  
Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of April, 1998, by John Morgan, who is personally known to me or who produced \_\_\_\_\_ as identification and who did not take an oath.



Charles F. Beall, Jr.  
My Commission CC840141  
Expires April 20, 2001

  
NOTARY PUBLIC  
My Commission Expires:

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

I, the undersigned, being the person named as the Registered Agent of Nutrition 1st, Inc., a Florida corporation, hereby certify that I am familiar with the obligations provided for in Florida Statutes Section 607.0505 and hereby accept the appointment of Registered Agent and hereby accept said obligations.

Dated this 14 day of April, 1998.


  
\_\_\_\_\_  
JOHN MORGAN

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of April, 1998, by John Morgan, who is personally known to me or who produced \_\_\_\_\_ as identification and who did take an oath.



Charles F. Beall, Jr.  
My Commission CC640141  
Expires April 20, 2001

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 APR 17 AM 10:35

FILED