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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: GENERAL NUTRITION 2000 ENTERPRISES, NC.

AUDIT NUMBER..... H98000015805

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

CERT. OF STATUS...O

PAGES.....4

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ARTICLES OF INCORPORATION

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OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

GENERAL NUTRITION 2000 ENTERPRISES, INC.

These Articles are in compliance with Chapter 607, F.S.

Article I

The name of this corporation shall be:

GENERAL NUTRITION 2000 ENTERPRISES, INC.

Article II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

Article III

The principal place of business and mailing address of this corporation shall be: 7749 JOHNSON STREET PEMBROKE PINES, FL 33024

Article IV

The general nature of business of this corporation is to transact any and all lawful business.

Article V

The number of shares which this corporation shall have authority to issue is 10,000 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

Article VI

The name and street address of the initial Registered Agent of this corporation shall be:DAVID MOORE 5319 NORTH DIXIE HIGHWAY FT. LAUDERDALE, FL 33334

PREPARED BY: RAY STORMONT, EMPIRE CORPORATE KIT COMPANY 1492 W. FLAGLER STREET, #200, MIAMI, FLORIDA 33135 (305) 541-3694

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Article VII

The initial board of Directors shall consist of a total of 3 person(s) and the name and address of the person(s) who are to serve as an initial director(s)

MARIANELLA MENDEZ

PRESIDENT

7749 JOHNSON STREET

PEMBROKE PINES, FL 33024

MIRNA CABALLERO

SECRETARY

7749 JOHNSON STREET

PEMBROKE PINES, FL 33024

PEDRO MENDEZ TREASURER

7749 JOHNSON STREET PEMBROKE PINES, FL 33024

Article VIII

The name and address of the incorporator executing these Articles of Incorporation is:

> EMPIRE CORPORATE KIT OF AMERICA, INC. 1492 WEST FLAGLER STREET #200 MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 25TH day of AUGUST ,1998.

/Incorporator
Ray Stormont, President
Signing for

Empire Corporate Kit of America, Inc.

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

| First that General Nutrition 2000 Enterpr (Name of Corporation) (Name of the State of F | 10516 | <u> </u> | <u>.</u> |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|--------------------|----------|
| with its principal office, as indicated in the articles incorporation has named <u>Vavid Moore</u> (Name of Registered Agent located at 53/9 Forth Dixie Highwa) | | | - - |
| City of fort launerwate (Con- (City) State of Florida, as its agent to accept service of proce this sate. | | | |
| HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SO PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESI THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REAGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENTALISM. | TO CON ROPER WITH | ere MPL: Ani | X D |
| SIGNATURE DAN DOMMAR Registered Agen | it. | , | _ |
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