

Division of Corporations

P98000094827**Florida Department of State**

Division of Corporations

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV -9 AM 7:27**FLORIDA PROFIT CORPORATION OR P.A.****NUTRI-SPORT OF FLORIDA, INC.**

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
NUTRI-SPORT OF FLORIDA, INC.

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The undersigned incorporator delivers these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act.

ARTICLE I

Name

The name of the Corporation shall be Nutri-Sport of Florida, Inc.

ARTICLE II

Principal Office

The principal office of the Corporation is located at 17028 Collins Avenue, Miami Beach, Florida 33165, and its mailing address is the same.

ARTICLE III

Corporate Purposes, Power and Rights

The purpose of the Corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Duration of the Corporation

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of State and the Corporation shall exist perpetually unless dissolved according to law.

Prepared By:

Stephen R. Looney, FL Bar No. 0628334
Holland & Knight LLP
P.O. Box 1526
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(407) 425-8500

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ARTICLE V

Authorized Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 10,000 shares of Common Stock, with a \$1.00 par value per share.

ARTICLE VI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 19314 East Country Club Drive, Aventura, Florida 33180. The initial registered agent of the Corporation at the registered office shall be Charles A. Roth, II.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of one (1) director. The name and address of the person who shall serve as director of the Corporation until the first meeting of shareholders is:

<u>Name</u>	<u>Address</u>
Charles A. Roth, II	19314 East Country Club Drive Aventura, Florida 33180

ARTICLE VIII


Incorporator

The name and address of the incorporator of the Corporation is:

<u>Name</u>	<u>Address</u>
Charles A. Roth, II	19314 East Country Club Drive Aventura, Florida 33180


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Executed this 9th day of November, 1998.

Charles A. Roth, II,
IncorporatorACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Charles A. Roth, II,
Registered AgentDate: November 9, 1998

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