

999000012628



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 127762 7165353

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 8, 1999

ORDER TIME : 4:57 PM

ORDER NO. : 127762-005

CUSTOMER NO: 7165353

CUSTOMER:

THE BUSINESS SUPERSTORE, INC.
THE BUSINESS SUPERSTORE, INC.
Suite 205
4360 North Lake Boulevard
West Palm Beach, FL 33410

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -9 PM 1:02

DOMESTIC FILING

NAME: NUTRI-CARE PLUS, INC.

800002768968--8

-02/09/99--01024--003

EFFECTIVE DATE:

*****78.75 *****78.75

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

99 FEB -9 AM 8:59
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -9 PM 1:02

ARTICLES of INCORPORATION
OF
NUTRI-CARE PLUS, INC.

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NUTRI-CARE PLUS, INC.

The principal place of business of this corporation shall be 5074 Fearnley Road, Lake Worth, Florida 33467; and the mailing address shall be the same.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 5074 Fearnley Road, Lake Worth,

Florida 33467; and the initial registered agent of the corporation is Edgardo Torres.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial members of the Board of Directors are:

Edgardo Torres, Director
5074 Fearnley Road
Lake Worth, Florida 33467

ARTICLE VII. INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is:

Edgardo Torres, President
5074 Fearnley Road
Lake Worth, Florida 33467

Janet Hernandez, Vice President
5074 Fearnley Road
Lake Worth, Florida 33467

ARTICLE VIII. PRIVATE PROPERTY


The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 20th day of January, 1999.


Edgardo Torres, President


Janet Hernandez, V.P.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -9 PM 1:02

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Edgardo Torres and Janet Hernandez, Incorporators

to me known to be the persons described as subscriber in who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 20th day of January, 1999.

Alma C. Mehnert 1/26/99
NOTARY PUBLIC



Alma C. Mehnert
Commission # CC 781672
Expires OCT. 19, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE of REGISTERED AGENT DESIGNATED

IN ARTICLES of INCORPORATION

I HEREBY ACCEPT the appointment as the initial registered agent of NUTRI-CARE PLUS, INC. made in the foregoing Articles of Incorporation.

Edgardo Torres 1/26/99
Edgardo Torres, President DATE