

PA99000083904



ACCOUNT NO. : 072100000032

REFERENCE : 382550 6258A

AUTHORIZATION :

*Patricia Pignatelli*

COST LIMIT : \$ 70.00

ORDER DATE : September 22, 1999

ORDER TIME : 10:45 AM

ORDER NO. : 382550-005

CUSTOMER NO: 6258A

000002993760--4

CUSTOMER: William L. Owens, Esq  
BOND SCHOENECK & KING, P.A.  
BOND SCHOENECK & KING, P.A.  
Suite 404  
4001 Tamiami Trail North  
Naples, FL 34103

DOMESTIC FILING

NAME: NUTRITION FOR LESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

*AG*  
*9/22/99*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
RECEIVED  
99 SEP 22 PM 1:50  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
99 SEP 22 AM 11:20

ARTICLES OF INCORPORATION  
OF  
NUTRITION FOR LESS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 22 PM 1:50

Article 1. Name

The name of the Corporation is:

Nutrition For Less, Inc.

Article 2. Duration

The duration of the Corporation is perpetual.

Article 3. Purposes

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Principal Office and Mailing Address

The principal place of business of the Corporation is at 10540 72nd Street North, Suite B, Largo, Florida 33777. The mailing address of the Corporation is 10540 72nd Street North, Suite B, Largo, Florida 33777.

Article 5. Initial Registered Office and Agent

The initial registered office of the Corporation is c/o Bond, Schoeneck & King, P.A., 4001 Tamiami Trail North, Suite 404, Naples, Florida 34103. The name of the initial registered agent at that address is William L. Owens, Esq.

Article 6. Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of voting common stock, having a par value of \$1.00 per share. The authorized shares of stock are as follows:

10,000 shares of voting common stock, \$1.00 par value per share

Article 7. Incorporator

The name and address of the sole Incorporator is:

William L. Owens, Esq.      4001 Tamiami Trail North, Suite 404  
Naples, Florida 34103


Article 8. Commencement of Existence

The Corporation's existence shall commence upon the filing of these Articles of Incorporation with the Florida Department of State.

Article 9. Amendment


The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

In Witness Whereof, the undersigned has signed these Articles of Incorporation on  
this 21st day of September, 1999.

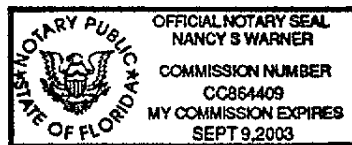
  
William L. Owens, Esq.  
Sole Incorporator

STATE OF FLORIDA     )  
                                  )  
COUNTY OF COLLIER   ) ss.:

The foregoing instrument was acknowledged before me this 21st day of September, 1999  
by WILLIAM L. OWENS, ESQ.,  who is personally known to me (or  who produced  
\_\_\_\_\_ as identification) and who acknowledged to and before me that he  
executed the instrument for the purposes therein expressed.

  
Notary Public

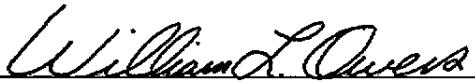
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Nutrition For Less, Inc., which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent.

Dated this 21st day of September, 1999.

  
\_\_\_\_\_  
William L. Owens, Esq.  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 22 PM 1:50