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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

nutri-plex, inc.

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

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be Nutri-Plex, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be Linpro Commerce Center, 5400 NW 35th Terrace, Fort Lauderdale, FL 33309.

ARTICLE III SHARES

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is one hundred thousand²(100,000) shares at a par value of \$.01 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is John Copanos, 20 Gatehouse Road, Sea Ranch Lakes, Fort Lauderdale, FL 33308.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is John Copanos, 20 Gatehouse Road, Sea Ranch Lakes, Fort Lauderdale, FL 33308..

PREPARED BY:

Steven M. Stoll, P.A.
Christopher J. Gertz, Esq.
One East Broward Blvd., Suite 905
Fort Lauderdale, FL 33301
(954) 745-3550
Florida Bar No. 106951

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**ARTICLE VI
PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE VII
DIRECTORS**

This corporation shall have one (1) director initially and the number of directors may be increased or diminished from time to time as provided in the bylaws of this corporation, but shall never be less than one. The name of the initial director of this corporation is:

John Copanos, 20 Gatehouse Road, Sea Ranch Lakes, Fort Lauderdale, FL 33308.

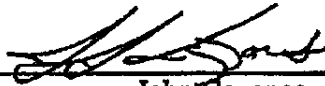
**ARTICLE VIII
AFFILIATED TRANSACTIONS ELECTION**

This corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE IX
CONTROL SHARE ACQUISITION ELECTION**

This corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

The undersigned incorporator has executed these Articles of Incorporation this 13th day of October, 1999.



John Copanos

PREPARED BY:
Steven M. Stoll, P.A.
Christopher J. Gertz, Esq.
One East Broward Blvd., Suite 905
Fort Lauderdale, FL 33301
(954) 745-3550
Florida Bar No. 106951

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CERTIFICATE OF DESIGNATION OF 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.

1. The name of the corporation is:

Nutri-Plex, Inc.

2. The name and address of the registered agent and office is:

**John Copanos
20 Gatehouse Road
Sea Ranch Lakes
Fort Lauderdale, FL 33308**

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.



John Copanos

October 13, 1999

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TALLAHASSEE, FLORIDA

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