

TRANSMITTAL LETTER

P99000101406

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
1-1-2000

SUBJECT: LIFE NUTRITION USA Corp.
(Proposed corporate name - must include suffix)

900003038259--3
-11/08/99--01105--001
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Jake D. Appel
Name (Printed or typed)

4108 Lake Underhill Road, Apt 202
Address

Orlando, FL 32803
City, State & Zip

407-898-8851
Daytime Telephone number

FILED
1999 NOV -8 AM 8 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jake A.

NOTE: Please provide the original and one copy of the articles.

AUTHORIZATION BY PHONE

COLLECT F

DATE 11-19-99

BY [Signature]

A. Howell NOV 15 1999

W99000025825



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 9, 1999

JAKE D. APPEL
4108 LAKE UNDERHILL ROAD
APT. 202
ORLANDO, FL 32803

SUBJECT: LIFE NUTRITION USA CORP.
Ref. Number: W99000025825

We have received your document for LIFE NUTRITION USA CORP. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Angela Howell
Document Specialist

Letter Number: 099A00054082

EFFECTIVE DATE
1-1-2000

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
Effective Date Of Corporation Is 1 January 2000

INCORPORATOR:

Name: Jake D. Appel
Street Address: 4108 Lake UnderHill Road, Apt. 202
City, State, Zip: orlando, FL 32803
Telephone: (407)898-8851

CORPORATION NAME:

Legal Name: Life Nutrition USA Corp.

PRINCIPAL PLACE OF BUSINESS:

The address where the corporation's principal place of business will be located is:

Street Address: 4108 Lake UnderHill Road, Apt. 202
City, State, Zip: Orlando, FL 32803
County: US
Telephone: (407)898-8851

Mailing Address: 4108 Lake UnderHill Road, Apt. 202
City, State, Zip: Orlando, FL 32803

BUSINESS ACTIVITIES: This corporation will begin on January 01, 2000, with an initial number of employees of approximately 1, and anticipated first year gross revenues of approximately \$25,000.00.

The primary activities of the corporation can be described as follows: Whole Sale/Mail Order Of Nutrition Products..

GEOGRAPHICAL AREA OF BUSINESS OPERATIONS:

The business will conduct its operations in the following geographical area: Internet/Mail Order Nation-Wide..

STOCK:

The corporation will authorize the following number of shares: 25

The shares will be: no par value

The shareholders will have preemptive rights with respect to additional shares of stock sold by the corporation.

The shareholders will be required to first offer their shares to the corporation before selling to other parties.

FISCAL YEAR:

The fiscal year of the corporation will end each year on December 31.

DIRECTORS:

The following persons will be the initial directors of the corporation:

Name: Jake D. Appel
Address: 4108 Lake UnderHill Road, Apt. 202
City, State, Zip: Orlando, FL 32803
Telephone: (407)898-8851

OFFICERS:

The following persons will be elected to fill the respective offices:

CEO/President: Jake D. Appel
Address: 4108 Lake UnderHill Road, Apt. 202
City, State, Zip: Orlando, FL 32803
Telephone: (407)898-8851

Treasurer: Jake D. Appel
Address: 4108 Lake UnderHill Road, Apt. 202
City, State, Zip: Orlando, FL 32803
Telephone: (407)898-8851

Secretary: Jake D. Appel
Address: 4108 Lake UnderHill Road, Apt. 202
City, State, Zip: orlando, fL 32803
Telephone: (407)898-8851

The corporation will defend the directors and officers against lawsuits.

Business transactions between the corporation and its officers and directors will be allowed.

The officers are authorized to do the following:

- Open a corporate bank account
- Obtain a bank loan
- Lease office space at 4108 Lake UnderHill Road, Apt. 202, Orlando, FL from Jake D. Appel upon such terms as the officers deem appropriate.

Employment agreements will be authorized with the following officers:

Jake D. Appel

SHAREHOLDERS:

Name: Jake D. Appel
Address: 4108 Lake Underhill Road, Apt. 202
City, State, Zip: Orlando, FL 32803
Telephone: (407)898-8851
Percentage ownership of corporation: 100.00%
Amount to contribute: \$1,000.00

VOTING:

All matters that require a vote of shareholders shall be approved by a simple majority vote.

Action may be taken without a meeting if all of the shareholders consent to the action in writing.

An amendment to the bylaws shall be approved by a simple majority vote.

MEETINGS:

Shareholder meetings will be held at the principal place of business unless otherwise specified in a notice to the shareholders.

ORGANIZATIONAL EVENTS:

Date of first annual shareholders meeting: March 01, 2000
Time: 8:00 AM
Location: Life Nutrition USA

FRINGE BENEFITS:

The owners are interested in establishing the following:

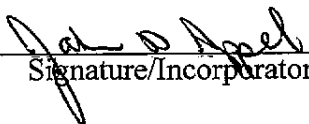
Health care plan for employees
Life insurance benefits for employees
Pension or profit-sharing plan

SEAL:

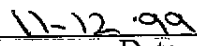
The corporation will not have a corporate seal.

STOCK CERTIFICATES:

The corporation will issue stock certificates.



Signature/Incorporator



Date

FILED

1999 NOV -8 AM 8 34


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT:

The name and address of the registered agent of the corporation is:

Name: Jake D. Appel
Company Name: Life Nutrition USA
Address: 4108 Lake UnderHill Road, Apt. 202
City, State, Zip: Orlando, FL 32803
Telephone: (407)898-8851

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.


Signature/Registered Agent

11-12-99
Date