

Department of State.

**CERTIFICATE OF INCORPORATION
OF**

GREG SELLERS ENTERPRISES, INC.

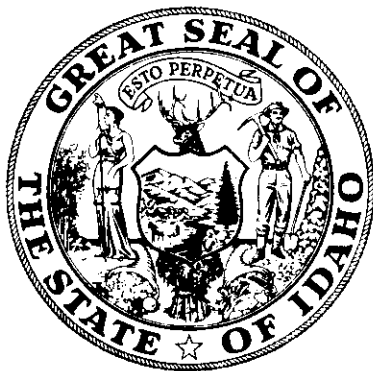
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

GREG SELLERS ENTERPRISES, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated September 29, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

GREG SELLERS ENTERPRISES, INC.

The undersigned, acting as incorporators, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be Greg Sellers Enterprises, Inc.

ARTICLE II

The purposes for which said corporation is formed are:

A. To own, operate, conduct, franchise, sub-franchise, lease, purchase, sell or otherwise deal with diet centers, diet control programs, and related foods, products, supplements, nutritional aids, literature, equipment and fixtures of every name, nature and description.

B. To own, operate, and conduct a potato seed sales and brokerage business.

C. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The Corporation is to have perpetual existence.

ARTICLE IV

The address of the Corporation's initial registered office shall be Route # 4, Box 208, Rexburg, County of Madison, State of Idaho and the name of its initial registered agent at such address is Gregory Dee Sellers.

ARTICLE V

The capital stock of the Corporation shall be one thousand (1,000) shares of common stock, without par value. The capital stock of the Corporation shall not be assessable.

ARTICLE VI

The name and address of each incorporator is:

Gregory Dee Sellers
Route #4, Box 208
Rexburg, Idaho 83440

Kelly Jane Sellers
Route #4, Box 208
Rexburg, Idaho 83440

ARTICLE VII

The number of directors constituting the initial board of directors of the Corporation is two and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Gregory Dee Sellers
Route #4, Box 208
Rexburg, Idaho 83440

Kelly Jane Sellers
Rote #4, Box 208
Rexburg, Idaho 83440

ARTICLE VIII

Provisions denying preemptive rights are: None

ARTICLE IX

Provisions for the regulation of the internal affairs of the corporation are: None

DATED this 28 day of September, 1981.



Gregory Dee Sellers



Kelly Jane Sellers

INCORPORATORS

STATE OF IDAHO)
) ss.
County of Bonneville)

On this 28th day of Sept., 1981, before me, the undersigned, a Notary Public, in and for said state, personally appeared GREGORY DEE SELLERS and KELLY JANE SELLERS, known to me to be the persons whose names are subscribed to the within Articles of Incorporation, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

(seal)

Terry L. Gray
Notary Public for Idaho
Residing at: Edinboro, Idaho
My Commission Expires: Life