

State of Idaho

Office of the Secretary of State

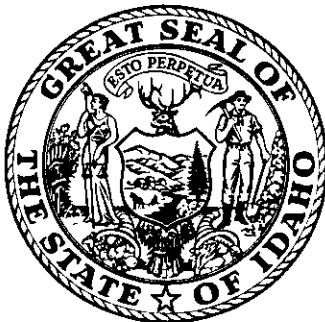
**CERTIFICATE OF AUTHORITY
OF
VITAMIN SHOPPE INDUSTRIES INC.**

File Number C 162147

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 26 August 2005



Ben Yursa

SECRETARY OF STATE

By *Cynthia*

FILED EFFECTIVE

202



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

05 AUG 26 PM 2:09

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is: Vitamin Shoppe Industries Inc.
- The name which it shall use in Idaho is: _____
- It is incorporated under the laws of: New York
- Its date of incorporation is: 9/13/78
- The address of its principal office is: 2101 91st Street, North Bergen, NJ 07047
- The address to which correspondence should be addressed, if different from item 5, is: _____
- The street address of its registered office in Idaho is: 1401 Shoreline Drive, Suite 2, Boise, Idaho 83702
and its registered agent in Idaho at that address is: Corporation Service Company
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached officers/directors rider		

Dated: 8/23/05Signature: [Signature]Typed Name: Cosmo LaforgiaCapacity: VP / Controller

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

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Per/ss/07/2002

IDAHO SECRETARY OF STATE
08/26/2005 05:00
CK: 1441118 CT: 74104 BH: 988497
1 @ 100.00 = 100.00 AUTH PRO # 3
1 @ 20.00 = 20.00 CORP SUR # 4
1 @ 20.00 = 20.00 EXPEDITE C # 5

C162147

**Vitamin Shoppe Industries Inc.
Officers and Directors****Officer**

Thomas Tolworthy
Wayne Richman
Ron Neifield
Cosmo LaForgia

Title

President/CEO
COO
Secretary
VP/Controller

Address

2101 91st Street, North Bergen NJ 07047
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2101 91st Street, North Bergen NJ 07047

Directors

Thomas Tolworthy
Douglas Korn
Richard Perkal
John Howard

Address

2101 91st Street, North Bergen NJ 07047
383 Madison Ave., 40th Floor, New York, NY
383 Madison Ave., 40th Floor, New York, NY
383 Madison Ave., 40th Floor, New York, NY

**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of VITAMIN SHOPPE INDUSTRIES INC. was filed on 09/13/1978, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 23rd day of August
two thousand and five.*

Secretary of State