

State of Idaho

Office of the Secretary of State

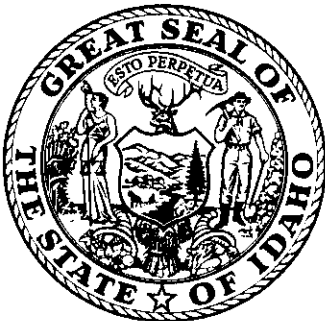
**CERTIFICATE OF AUTHORITY
OF
VITAL AGE INTERNATIONAL, INC.**

File Number C 155414

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: 6 July 2004



Ben Yursa

SECRETARY OF STATE

By

[Signature]

202

LED EFFECTIVE



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2004 JUL -6 P 12:11

CLERK OF STATE
STATE OF IDAHO

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

1. The name of the corporation is: Vital Age International, Inc.
2. The name which it shall use in Idaho is: Vital Age International, Inc.
3. It is incorporated under the laws of: Delaware
4. Its date of incorporation is: February 24, 2004
5. The address of its principal office is: 105 Lewis Street, Suite 207, Ketchum, Idaho 83340
6. The address to which correspondence should be addressed, if different from item 5, is:
P.O. Box 5506, Ketchum, Idaho 83340
7. The street address of its registered office in Idaho is: 105 Lewis Street, Suite 207, Ketchum, Idaho 83340
_____, and its registered agent in Idaho at that address is: Martin Matthews
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Martin Matthews</u>	<u>Sole Director, President</u>	<u>P.O. Box 5506, Ketchum, Idaho 83340</u>
_____	<u>Secretary, and Treasurer</u>	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: June 17, 2004

Signature: _____

Typed Name: Martin J. MatthewsCapacity: Incorporator

Customer Acct # : _____

(If using pre-paid account)

Secretary of State use only

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form\app\certid\authority_profit.pmb
Revised 01/2001

Web Form

IDAHO SECRETARY OF STATE
07/06/2004 05:00
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Delaware

PAGE 1

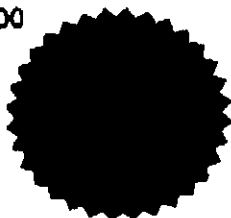
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VITAL AGE INTERNATIONAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF JULY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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040486284



AUTHENTICATION: 3208861

DATE: 07-01-04

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State