

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

NUTRISPORTS INTERNATIONAL, INC.
File number C 118867

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 the above named corporation, 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: March 26, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alisa Hatley*

ARTICLES OF INCORPORATION

OF

NUTRISPORTS INTERNATIONAL, INC.

The undersigned, acting as incorporator of a Corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such Corporation.

FIRST

The name of the Corporation is "Nutrisports International, Inc."

SECOND

The period of the duration is perpetual.

THIRD

The purpose or purposes for which the Corporation is organized are: The transaction of any and all lawful business for which Corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH

That the aggregate number of shares which the corporation shall have authority to issue is one hundred (100), all of one class, without par value and with full preemptive rights under the Idaho Business Corporation Act.

FIFTH

Provisions for the regulation of the internal affairs of the Corporation are: Vested in the Board of Directors.

SIXTH

The address of the initial registered office of the Corporation shall be 765 Lindsay Blvd., Idaho Falls, Idaho, and the name of its initial registered agent at such address shall be Ronald L. Lundquist.

MAR 27 12 44 PM '97
SECRETARY OF STATE
STATE OF IDAHO

IDAHO SECRETARY OF STATE
DATE 03/26/1997
0900 76616 2
CK #: 5927 CUST# 78792
CORP 10 100.00= 100.00

#: C

SEVENTH

The names and addresses of each Director and Incorporator are delineated below and the number of Directors constituting the initial Board of Directors of the Corporation is four (4) and the names and addresses of the persons who are to serve as Directors until the First Annual Meeting of Shareholders or until their successors are elected and qualified are:

NAME AND ADDRESSES

STEVE HENLINE
889 E 200 S
SPANISH FORK, UT 84660

TERI VAN PATTON
55 E 400 N
RICHFIELD, UT 84701

RONALD L. LUNDQUIST
328 N PARK
SHELLEY, ID 83274

KEVIN L. LUNDQUIST
344 S PARK
SHELLEY, ID 83274

Dated this 21 day of March, 1997.



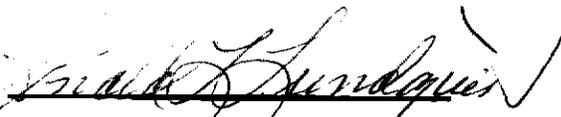
STEVE HENLINE

President



TERI VAN PATTON

Vice President



RONALD L. LUNDQUIST

Secretary



KEVIN L. LUNDQUIST

Treasurer