

ARTICLES OF INCORPORATION
OF
chixpower, inc

KNOW ALL MEN BY THESE PRESENTS, that chixpower, inc. desiring to establish a business corporation dedicated to the pursuit of all legal trade and commerce in the State of Alabama, does hereby initiate these Articles of Incorporation according to the provisions of the Alabama Business Corporation Act.

ARTICLE 1

Name

§ 1.01 The name of the Corporation shall be chixpower, inc.

ARTICLE 2

Purposes

§ 2.01 The purposes for which the Corporation is organized are strictly within the bounds of State and Federal requirements for business corporations. chixpower, inc., shall be dedicated to the pursuit of all legal trade and commerce in the State of Alabama, including, but not limited to the health food sales and distribution profession.

JD  LF  MN  EN 

ARTICLE 3

Duration

§ 3.01 The duration of the Corporation shall be perpetual, unless sooner dissolved in accordance with the Laws of the State of Alabama pertaining to the dissolution of business corporations.

ARTICLE 4

Capitalization and Shares of Stock

§ 4.01 The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of common stock with a par value of \$1.00 each, for a total of \$1,000.00 in par value.

§ 4.02 There shall be only one class, common, which stock and ownership thereof shall be subject to the corporate bylaws and the shares will be transfer restricted qualified section 1244 stocks as noted on said stock certificates.

§ 4.03 The initial stock will be held by the corporation's incorporators, Jessica Dietrich, Linda Jane Franks, Marissa Dietrich Nesseler, and Emily Dietrich Nesseler.

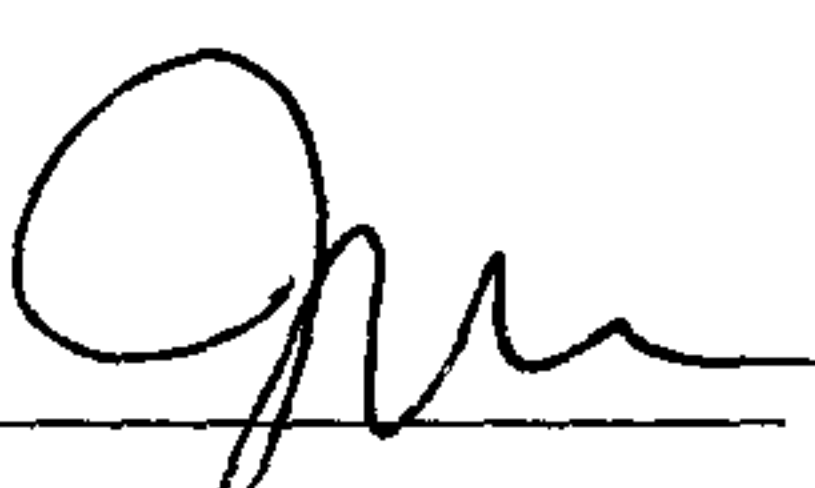
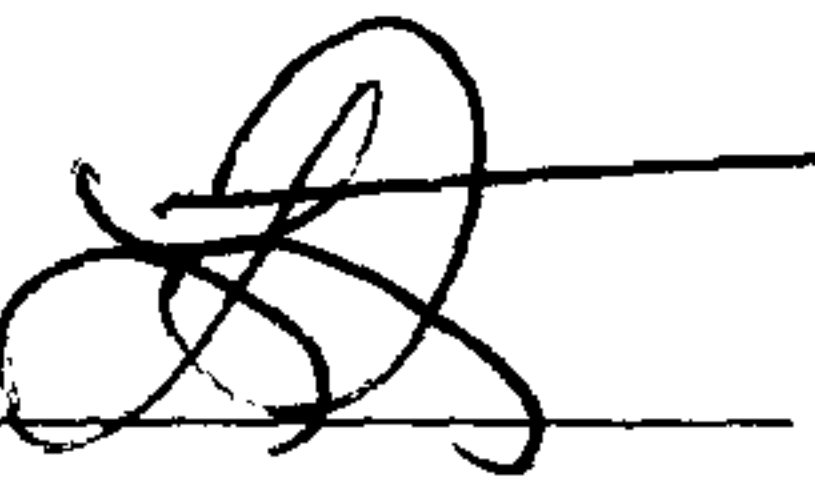


ARTICLE 5

Directors

§ 5.01 The number of voting directors shall be one, and she shall govern the affairs and business of the corporation.

§ 5.02 The number of initial Directors shall be one, and are listed herewith as follows:

Jessica Dietrich
132 Oakbrook Lane
Alabaster, AL 35007

JD  LF  MN  EN 

ARTICLE 6

Incorporator

§ 6.01 The President/Chief Executive Officer of the Corporation shall be the incorporator, and is listed herewith as follows:

President/Chief Executive Officer


Jessica Dietrich
132 Oakbrook Lane
Alabaster, AL 35007

§ 6.02 The Vice-President of the Corporation shall be the incorporator, and is listed herewith as follows:

~~Vice President/Chief Executive Officer~~ 

Linda Jane Franks
132 Oakbrook Lane
Alabaster, AL 35007

§ 6.03 The Secretary of the Corporation shall be the incorporator, and is listed herewith as follows:

~~Secretary/Treasurer~~ 

Marissa Dietrich Nessler
132 Oakbrook Lane
Alabaster, AL 35007

§ 6.04 The Treasurer of the Corporation shall be the incorporator, and is listed herewith as follows:

~~President/Chief Executive Officer~~  Treasurer

Emily Dietrich Nessler
132 Oakbrook Lane
Alabaster, AL 35007

JD  LF  MN  EN 

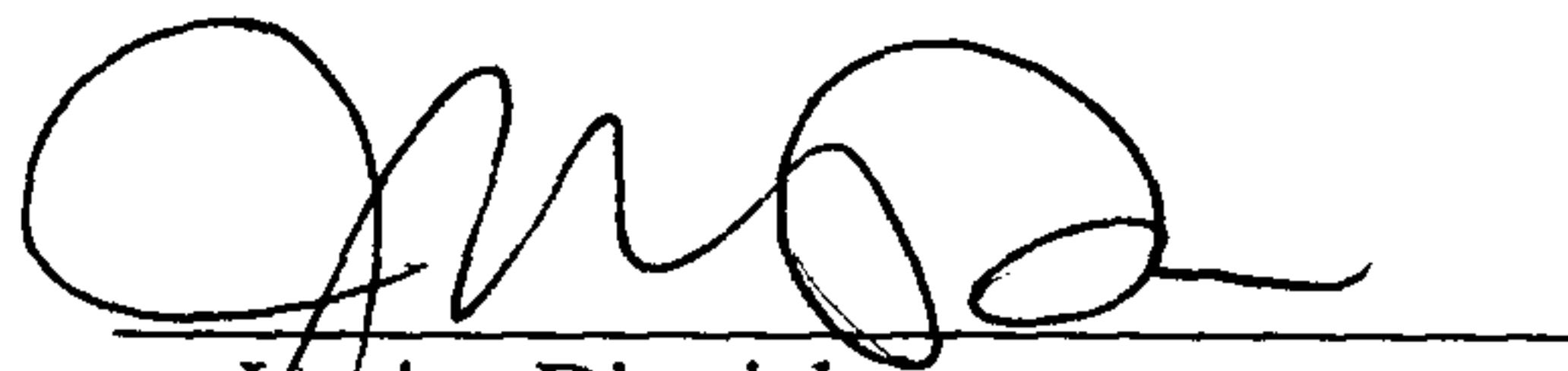
ARTICLE 7

Registered Office and Agent

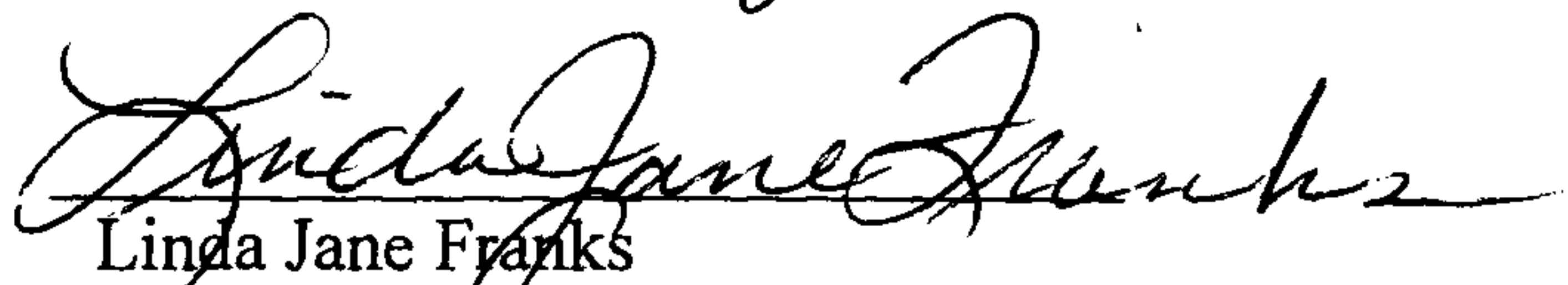
7.01 The President/Chief Executive Officer of the Corporation, shall serve as the registered agent of the Corporation. The registered agent, and the registered address within the State of Alabama at which he is located, is as follows:

Jessica Dietrich
132 Oakbrook Lane
Alabaster, AL 35007


IN WITNESS WHEREOF, I hereby set my hand this 18 day of July,
2002.


Jessica Dietrich

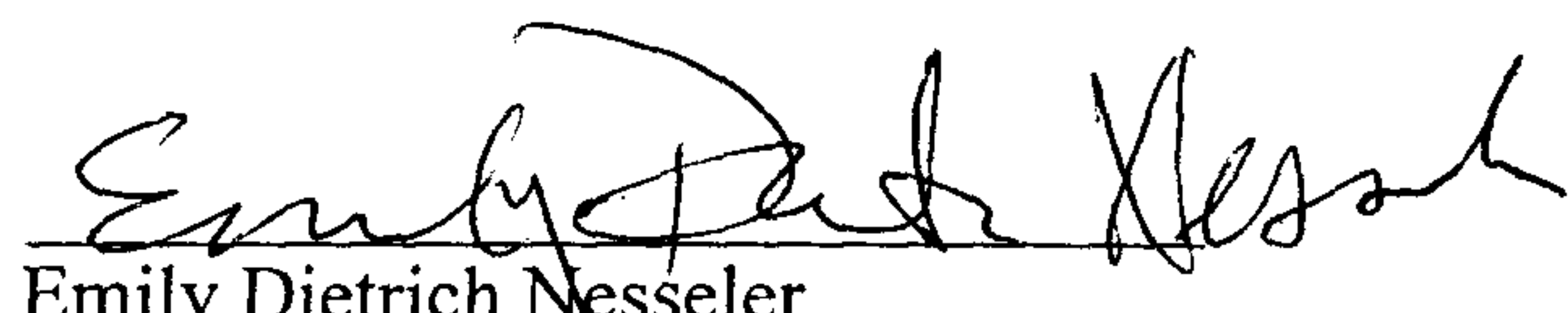
IN WITNESS WHEREOF, I hereby set my hand this 18 day of July,
2002.


Linda Jane Franks

IN WITNESS WHEREOF, I hereby set my hand this 18 day of July,
2002.


Marissa Dietrich Nessler

IN WITNESS WHEREOF, I hereby set my hand this 18 day of July,
2002.


Emily Dietrich Nessler

State of Alabama

County of ~~Winston~~ *Shelby*

I, the undersigned, in and for said County, and in said State, do hereby certify that Jessica Dietrich, Linda Jane Franks, Marissa Dietrich Nessler, and Emily Dietrich Nessler whose name is on the forgoing Articles of Incorporation, and who is known by me, acknowledged before me on this day that, being informed of the contents of said Articles of Incorporation, did execute the same voluntarily on the date the same bears date.

Given under my hand and official seal this 15th day of July, 2002.

Notary Public

Melissa B. Howell

Printed Name

Melissa B. Howell

My term expires

1-15-02

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

chixpower, inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Steve Richardson, PO Box 2250, Tuscaloosa, AL 35403 for a period of one hundred twenty days beginning July 16, 2002 and expiring November 14, 2002.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.
July 16, 2002

Date

Jim Bennett

Secretary of State

