

F98000002162

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

500002359965--2
-12/01/97--01172--005
*****70.00 *****70.00

SUBJECT: ADDs, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W97-26843

Paul E. Pescatore
(Name of Person)
ADDs, Inc.
(Firm/Company)
85 Rangeway Road
(Address)
N. Billerica, MA 01862
(City/State/Zip)

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DIVISION OF CORPORATIONS

Should you need to call someone concerning this matter, please call:

Paul Pescatore at (978) 670-0746
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 2, 1997

PAUL E. PESCATORE
ADDS, INC.
85 RANGEWAY RD.
N. BILLERICA, MA 01862

SUBJECT: ADDS, INC.
Ref. Number: W97000026843

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We have received your document for ADDS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

The signature for the registered agent is not acceptable as it is not an original and the page does not state the name of the corporation for which he is accepting designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 497A00056868

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Paul E. Pescatore, do hereby certify
(Name)

that this Resolution of the Board of Directors of ADDS, Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,

was duly adopted on December 30, 1997.

Be it resolved, that ADDS, Inc.
(Corporate Name)

organized and existing in the State of Delaware, hereby adopts the name
Automated Drug Dispensing Systems, Inc. for use in Florida.

Dated: December 30, 1997

Paul E. Pescatore

Signature of either Chairman, Vice Chairman or any officer

Paul E. Pescatore

Type or print name

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:*

1. ADDS, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated) 3. 04-3252233 (FEI number, if applicable)

4. October 18, 1994 (Date of Incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. October 1997 (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 85 Rangeway Road Suite 4-B
N. Billerica, MA 01862
(Current mailing address)

8. Lease and/or sale of pharmaceutical dispensing equipment
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Ed Brezinski

Office Address: 2705 Stone Oak Drive

Orlando, Florida, 32837
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Ed Brezinski
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Brian T.Hart
Address: 85 Rangeway Road
N.Billerica, MA 01862

Vice Chairman: _____
Address: _____

Director: Arthur A.Berube
Address: 85 Rangeway Road
N.Billerica, MA 01862

Director: Robert C.Bogash
Address: 85 Rangeway Road
N.Billerica, MA 01862

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

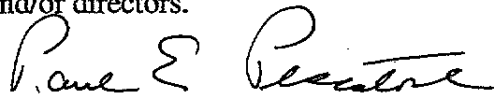
President: Brian T.Hart
Address: same as above

Vice President: Arthur A. Berube
Address: same as above

Secretary: _____
Address: _____

Treasurer: Paul E.Pescatore
Address: 85 Rangeway Road
N.Billerica, MA 01862

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Paul E.Pescatore Treasurer
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADDS, 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 FOURTH DAY OF NOVEMBER, A.D. 1997.

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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 8737778

11-04-97

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