

L010000021978

(Requestor's Name)

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(Business Entity Name)

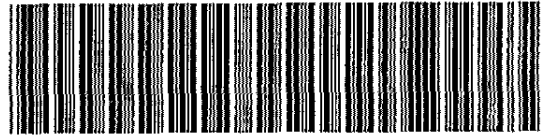
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 210109 4340882
AUTHORIZATION : Patricia Pigut
COST LIMIT : \$ 25.00

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TALLAHASSEE, FLORIDA

ORDER DATE : February 17, 2005
ORDER TIME : 10:59 AM
ORDER NO. : 210109-025
CUSTOMER NO: 4340882

CUSTOMER: Ms. Tina Brooks
Greenebaum Doll & McDonald
3500 National City Tower
101 South Fifth Street
Louisville, KY 40202

DOMESTIC AMENDMENT FILING

NAME: PRESCRIBIT RX, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 2956
EXAMINER'S INITIALS:

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
PRESCRIBIT RX, LLC**

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TALLAHASSEE, FLORIDA

The undersigned, desiring to amend and restate the Articles of Organization of PrescriBIT Rx, LLC, a Florida limited liability company, which filed original Articles of Organization on December 18, 2001, under the Florida Limited Liability Company Act, and was originally named CarePlus Pharmacies, LLC prior to amending its name to PrescriBIT Rx, LLC on May 2, 2003, hereby states the following:

1. The name of the limited liability company is PrescriBIT Rx, LLC ("Company").
2. The mailing address and street address of the principal office of the Company is:


3501 S.W. 160th Avenue
Miramar, Florida 33027

3. The name and the street address of the registered agent for the Company is:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Corporation Service Company

By: 
Title: Jeanine Reynolds
as its agent

4. The limited liability company is to be managed by its member(s) and is, therefore, a member-managed limited liability company.

IN WITNESS WHEREOF, the undersigned has duly executed these Amended and Restated Articles of Organization this 17 day of February, 2005, in accordance with Fla. Stat. § 608.411.



Thomas J. Liston Authorized
Representative of a Member

The foregoing instrument
was prepared by:



Brett S. Gumlaw
Brett S. Gumlaw
Greenebaum Doll & McDonald PLLC
3500 National City Tower
101 South Fifth Street
Louisville, Kentucky 40202
(502) 587-3685

LOU:962444