

No300000 1077

(Requestor's Name)

(Address)

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PICK-UP WAIT MAIL

(Business Entity Name)

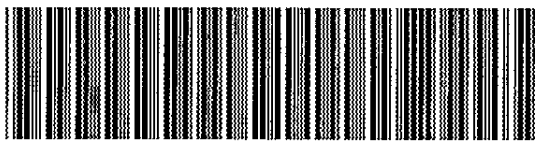
(Document Number)

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10/23/02--01014--011 **78.75

RECORDED
02 OCT 23 AM 9:06
DIVISION OF REVENUE

FILED
02 NOV -4 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
CBH-4



FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

February 7, 2003

ANDREWS & COMPANY
ATTN: GINA CALCAGNO
9836 W SAMPLE RD
CORAL SPRINGS, FL 33065

SUBJECT: NATIONAL ASSOCIATION OF DRUG DIVERSION INVESTIGATORS OF FLORIDA, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT (P02000118031) corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N03000001077 with the original file date of November 4, 2002.

Any annual reports/uniform business reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
Beth Register
Corporate Specialist Supervisor
New Filings Section

Letter number: 003A00008561

Charter Number Only

VALIDATION ONLY

Andrews Company
 9836 West Sample
 Coral Spring, FL

CORPORATION(S) NAME

National Association

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Amendment
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 30, 2002

EMPIRE

SUBJECT: NATIONAL ASSOCIATION OF DRUG DIVERSION
INVESTIGATORS OF FLORIDA, INC.
Ref. Number: W02000030571

We have received your document for NATIONAL ASSOCIATION OF DRUG DIVERSION INVESTIGATORS OF FLORIDA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of 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) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 802A00058615

RECEIVED
DIVISION OF CORPORATIONS
02 NOV -4 AM 10:36

FILED

ARTICLES OF INCORPORATION

02 NOV -4 PM 1:14

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**NATIONAL ASSOCIATION OF DRUG DIVERSION INVESTIGATORS OF
FLORIDA, INC.**

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non profit Corporation under Chapter 617 of the Florida Statutes.

ARTICLE 1 – NAME

The name of the Corporation is **NATIONAL ASSOCIATION OF DRUG DIVERSION INVESTIGATORS OF FLORIDA, INC.**, (hereinafter "Corporation").

ARTICLE 2 – PURPOSE OF CORPORATION

The Corporation is organized exclusively and shall be operated exclusively as a nonstick charitable organization for the following purposes:

- a) To sponsor and assist in educational programs and maintain a high level competence among technicians and investigators in the field of pharmacology as an important phase of public safety;
- b) To stimulate research, the development of new techniques, the exchange of ideas and cooperation among the various technical and investigative personnel in the field of pharmacology;
- c) TO render financial support to worthy pharmacological research projects;
- d) To encourage the compilation of statistical data of value in the field of pharmacology;
- e) To establish a Code of Ethics for members;
- f) To have and exercise to the extent necessary or desirable for the accomplishment of any of the aforesaid purposes, and to the extent that they are not inconsistent with the charitable purposes of the corporation, any and all powers conferred upon nonstick Corporation by Florida general corporation law.

ARTICLE 3 – PROHIBITIONS

No part of the nest earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay

reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Second hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in the opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501 c(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170 c(2) of the internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE 4 – OFFICERS

The Directors shall be elected by a majority vote of the Members of this Corporation. The officers of the Corporation shall be:

President : Lisa McElhaney
Vice President: Lorraine Richer-Fair
Secretary: Mel Wienberg

ARTICLE 5 – PRINCIPAL OFFICE

The address of the principal office of this Corporation is P.O. Box 451892, Sunrise, Florida 33345-1892 and the mailing address is the same.

ARTICLE 6 – INCORPORATOR

The name and address of the incorporator of this Corporation is:

Lisa McElhaney
P.O. Box 451892
Sunrise, FL 33345-1892

ARTICLE 7 – DIRECTORS

The Directors of the Corporation shall be:

Lisa McElhaney
Lorraine Richer-Fair
Mel Wienberg

ARTICLE 8 – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 9 – CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE 10 – QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be set forth in and regulated by the By Laws of the Corporation.

ARTICLE 11 – VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

ARTICLE 12 – LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE 13 – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office of this Corporation is:
2601 W. Broward Blvd. Ft. Lauderdale, FL 33312

The name and address of the registered agent of this Corporation is:
Lisa McElhaneey
2601 W. Broward Blvd.
Ft. Lauderdale, FL 33312

ARTICLE 14 – EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon arrival of the Secretary of State, State of Florida.

ARTICLE 15 – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

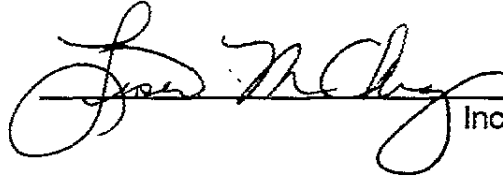
ARTICLE 16 – INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE 17 – DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501c(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, I have subscribed my name as Incorporator of the Corporation this 8th Day of October, 2002.

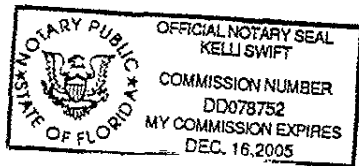

Incorporator

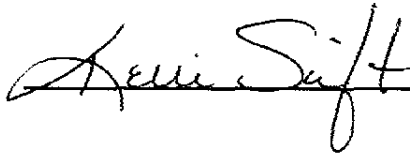
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BE IT REMEMBERED that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared **Lisa McElhane**, to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed said Articles of Incorporation.

WITNESS my hand and official seal in Coral Springs, Florida this 8th Day of October, 2002.

My Commission Expires:




Notary Public
State of Florida

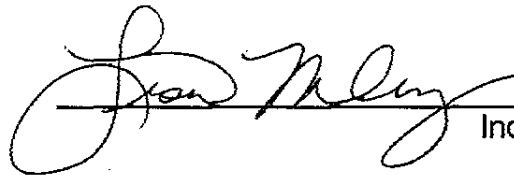
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02 NOV -4 PM 1:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATING RESIDENT
AGENT FOR SERVICE OF PURPOSE**

Pursuant to Chapter 48.091, Florida Statute, the undersigned hereby designates **Lisa McElhaney** as its Resident Agent to accept service of process within this State.



Incorporator

The undersigned hereby accepts the foregoing designation of Resident Agent for service of process with the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.



Agent