

P97000079709

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May 13, 1998

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Director
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: **Articles of Amendment**
GENESIS PHARMACY SERVICES, INC.
Document Number P97000079709

Dear Sir/Madam:

Please find enclosed the following with regard to the above Corporation:

1. The original and one copy of Articles of Amendment;
2. My law firm's check payable to the Secretary of State in the amount of \$87.50 to cover the following:

| | |
|--------------------|----------|
| [a] Filing Fee | \$ 35.00 |
| [b] Certified copy | 52.50 |

Thank you for your assistance in this matter. If you have any questions, please call.

Sincerely,



TERRENCE F. PYLE

FILED
98 MAY 18 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 MAY 18 AM 11:16
DIVISION OF CORPORATIONS

TFP/cah
Encs.

amend
NS 5-20-98

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
GENESIS PHARMACY SERVICES, INC.**

FILED
98 MAY 18 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Officers of the above-named Corporation hereby file the within ARTICLES OF AMENDMENT, providing that the following provisions of the ARTICLES OF INCORPORATION OF GENESIS PHARMACY SERVICES, INC., a Florida Corporation, filed in the Office of the Florida Department of State in Tallahassee, Florida, on September 12, 1997, effective September 10, 1997, and assigned Document Number P97000079709, be and they are hereby amended in the following particulars:

1. ARTICLE IV of the ARTICLES OF INCORPORATION of GENESIS PHARMACY SERVICES, INC. shall be amended to read in its entirety as follows:

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 10 Million Shares of Capital Stock with No-Par Value, which shall be designated "Common Shares", and all of which shall have the same rights and privileges.

2. ARTICLE V of the ARTICLES OF INCORPORATION of GENESIS PHARMACY SERVICES, INC. shall be amended to read in its entirety as follows:

ARTICLE V - PRE-EMPTIVE RIGHTS

There shall be no pre-emptive rights granted to any Shareholder of the Corporation; no Shareholder shall have the right to purchase any additional Shares of the Corporation, should the Corporation sell any new stock of the Corporation.

3. The foregoing Amendments were adopted by the Directors and Shareholders of the Corporation on the 25th day of MARCH, 1998.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these ARTICLES OF AMENDMENT on this 26 day of March, 1998.

Mary Beckel
MARY F. BECKEL President

ATTESTED BY:

Mark Beckel
MARK BECKEL Secretary

CORPORATE SEAL:

*

STATE OF FLORIDA } s/s
COUNTY OF HILLSBOROUGH }

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARY F. BECKEL, as President of GENESIS PHARMACY SERVICES, INC., who is personally known by me (or, if not personally known by me, who produced _____ as proof of identification), and acknowledged before me that the foregoing instrument was executed on behalf of the Corporation for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of March, 1998.



Judith A. Davis
NOTARY PUBLIC
State of Florida at Large
Print Name: _____
Commission Number: _____
My Commission Expires: _____

STATE OF FLORIDA }
COUNTY OF HILLSBOROUGH } S/S

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARK BECKEL, as Secretary of GENESIS PHARMACY SERVICES, INC., who is personally known by me (or, if not personally known by me, who produced Driver's License B 240-5555-6218-09 as proof of identification), and acknowledged before me that the foregoing instrument was executed on behalf of the Corporation for the purposes set forth therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of March, 1998.



Judith A. Davis
NOTARY PUBLIC
State of Florida at Large
Print Name: _____
Commission Number: _____
My Commission Expires: _____