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GARRY R. SPEAR
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FILED
99 FEB 25 PM 1:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 4, 1999

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Filing of Articles of Incorporation - JMC Pharmacy Services, Inc.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation for **JMC Phramacy Services, Inc.** The $35.00 filing fee and the $35.00 registered agent designation fee are enclosed.

Thank you for your assistance in this matter.

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-02/25/99--01089--016
*****70.00 *****70.00

Sincerely,

Garry R Spear

Garry R. Spear, Esq.
Incorporator

Enclosure
cc: file

P. Hall MAR - 1 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JMC PHARMACY SERVICES, INC.

ARTICLE ONE

CORPORATE NAME

The name of the corporation shall be:

JMC PHARMACY SERVICES, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful activity for which corporations may be organized under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with $.001 par value.

ARTICLE FIVE

MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The mailing address and the principal place of business is:

1000 N.W. 15th Street
Boca Raton, Florida 33431

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 5455 N. Federal Highway, Suite I, Boca Raton, Florida 33487, and the initial registered agent at such address is Garry R. Spear, Esq.

ARTICLE SEVEN

BOARD OF DIRECTORS

The number of members of the Board of Directors may be changed from time to time as provided by the By-Laws of the corporation as adopted by the stockholders; but, in no event shall the Board of Directors consist of less than one (1) member at any time.

ARTICLE EIGHT

INITIAL DIRECTORS

The initial Board of Directors shall consist of three (3) members who shall hold office until the first meeting of the corporation and whose names and addresses are as follows:

Michael Chernak
1000 N.W. 15th Street
Boca Raton, Florida 33486

Leonard Mandor
150 E. Palmetto Park Road
4th Floor
Boca Raton, Florida 33432

Harvey Jacobsen
150 E. Palmetto Park Road
4th Floor
Boca Raton, Florida 33432

ARTICLE NINE

INCORPORATORS

The name and address of each incorporator executing the Articles of Incorporation is as follows:

Garry R. Spear, Esq.
5455 N. Federal Highway
Suite I
Boca Raton, Florida 33487

ARTICLE TEN

COMMENCEMENT DATE

The corporation shall be deemed to commence its existence upon the date the Charter Number is assigned to the corporation by the Secretary of State of the State of Florida.

ARTICLE ELEVEN

INDEMNIFICATION

The corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, I have subscribed my name as incorporator of the corporation this 1st day of January, 1999.

Garry R. Spear

Garry R. Spear, Esq.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA:

COUNTY OF PALM BEACH:

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Garry R. Spear, Esq., to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, who produced a driver's license as identification, and who took an oath and acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal this 1ST day of January, 1999.

Nancy J Sullivan

Notary Public
State of Florida

OFFICIAL NOTARY SEAL
NANCY J SULLIVAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC723136
MY COMMISSION EXP. MAR. 27,2002

My Commission Expires:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT FOR SERVICE OF PROCESS

The undersigned hereby designates Garry R. Spear, Esq., as its Registered Agent to accept service of process within this state.

Garry R Spear

Incorporator

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, the undersigned hereby accepts the foregoing designation as Registered Agent for service of process within the state of Florida, and is familiar with and agrees to comply with the provisions of the law applicable to said designation.

Garry R Spear

Garry R. Spear, Esq.