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ACE DRUG INC

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July 20, 2001

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ACE DRUG INC 2131 HOLLYWOOD BLVD #104 HOLLYWOOD, FL *7820

SUBURCA. _CE DRUG INC

REF: 289996

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

There is no (period) in the corporate name.

The awandment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the

shareholders was sufficient for approval, -or-

- (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.
- (2) If an amendment was adopted by the incorporators or board of directors without shareholder action.
- (a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

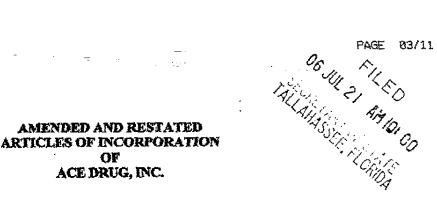
Please return your document, along with a copy of this latter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton

PAN Aud. #: #06000184879 P.O BOX 6327 - Tallahassee, Florida 32314

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Pursuant to the provisions of the Florida Business Corporation Act, the undersigned Corporation, having been previously organized under the laws of the State of Florida by filing a Certificate of Incorporation with the Florida Department of State on February 17, 1965, and intending to restate, integrate, and to further amend its Articles of Incorporation, has adopted and does hereby submit the following duly executed Amended and Restated Articles of Incorporation (the "Articles of Incorporation").

OF

ARTICLE I

Name

The name of the corporation is ACE DRUG, INC.

ARTICLE II

Duration

The corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

Principal Office/Mailing Office

The street address of the initial principal office and mailing address of the corporation is: 2131 Hollywood Blvd., Number 104, Hollywood, Florida 33020.

ARTICLE IV

Shares

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

NUMBER OF SHARES	PAR VALUE	CLASS OF
AUTHORIZED	PER SHARE	STOCK
10.000	none	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE V Initial Registered Office and Agent

The initial Registered Office of the corporation is at 5355 Town Center Rd., Suite 900, Boca Raton, FL 33486. The name of the initial Registered Agent for the corporation at that address is: BDB Agent Co., an Ohio Corporation authorized to transact business in Florida.

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ARTICLE VI Names and Addresses of Director

Name

Address

Robert Lichtenstein

2131 Hollywood Blvd., Number 104

Hollywood, Florida 33020

The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided, the corporation's Articles of Incorporation or the corporation's Bylaws, but shall never be less than one.

ARTICLE VII

Purposes

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE VIII Approval by Shareholders

The foregoing amendment was adopted by the shareholders and the number of votes east for the amendment by the sharcholders was sufficient for approval and there was not more than one voting group entitled to vote separately on the amendment set forth herein.

ARTICLE IX Corporate Debts

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE X Indemnification

The corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

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IN WITNESS WHEREOF, the corporation has caused these Amended and Restated Articles of Incorporation to be executed by its President on this 19 day of July, 2006.

Robert Lichtenstein

President

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the laws of the State of Florida, the following is submitted:

First - That ACE DRUG INC. has named BDB AGENT CO., an Ohio corporation authorized to transact business in Florida as its statutory registered agent.

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in the above Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned is familiar with and accepts the obligations of its position as registered agent.

> REGISTERED AGENT: BDB AGENT CO., an Ohio corporation authorized to conduct business in Florida

By: Assistant Scoretary

Dated this 20th day of July, 2006.

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