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Division of Corporations  
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To: Division of Corporations  
Fax Number : (850)205-0380

Attn: Irene Albritten  
Thank You!

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

Jessie

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DIVISION OF CORPORATIONS

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ACE DRUG INC

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06 JUL 21 AM 10:00  
TALLAHASSEE, FLORIDA

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Amend/Restated/CC  
@ 7:51 PM



July 20, 2006

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ACE DRUG INC  
2131 HOLLYWOOD BLVD  
#104  
HOLLYWOOD, FL 33020

SUBJECT: ACE DRUG INC  
REF: 289996

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile 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 amendment 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 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) 245-6964.

Irene Albritton

FAX Aud. #: H06000184879  
P.O. BOX 6327 - Tallahassee, Florida 32314

H06000184879

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ACE DRUG, INC.**

FILED  
06 JUL 21 AM 10:00  
TALLAHASSEE, FLORIDA

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").

**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:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
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**

<u>Name</u>	<u>Address</u>
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 cast for the amendment by the shareholders 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

<sup>3</sup>  
H06000184879

**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: Ram M. Jazdek  
Assistant Secretary

Dated this 20<sup>th</sup> day of July, 2006.

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