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Reply to: Miami Office

October 31, 2001

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Seyer Pharmatec, Inc.
a Puerto Rico corporation

100004666191--3
-11/05/01--01060--018
*****87.50 *****87.50

Gentlemen:

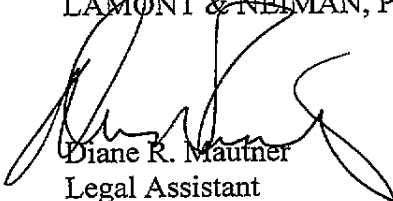
Enclosed please find the following with regard to authorization for the above foreign corporation to transact business in Florida:

- 1) Transmittal Letter to Registration Section, Division of Corporations;
- 2) Application by Foreign Corporation for Authorization to Transact Business in Florida;
- 3) Certificate of Existence of Seyer Pharmatec, Inc. from the Department of State, Commonwealth of Puerto Rico; and
- 4) Check to your order for \$87.50, representing filing fee, fee for a Certificate of Status and fee for a Certified Copy.

Please forward the Certificate of Status and Certified Copy to the undersigned in the pre-addressed stamped envelope enclosed.

Very truly yours,

LAMONT & NEIMAN, P.A.



Diane R. Mautner
Legal Assistant
enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SEYER PHARMATEC, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jan S. Neiman, Esq.
(Name of Person)
Lamont & Neiman, P.A.
(Firm/Company)
Two South Biscayne Boulevard, Suite 3550
(Address)
Miami, Florida 33131
(City/State and Zip code)

For further information concerning this matter, please call:

Jan S. Neiman, Esq. at (305) 530-9400
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

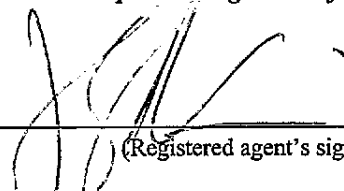
IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. SEYER PHARMATEC, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
Puerto Rico
2. _____ 3. 66-266977
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 12, 1965 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. "Upon Qualification"
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 7440 SW 50th Terrace, Unit 105, Miami, Florida 33155
(Principal office address)
7440 SW 50th Terrace, Unit 105, Miami, Florida 33155
(Current mailing address)
8. distribution of pharmaceutical products
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: Lamont & Neiman, P.A.
- Office Address: One Biscayne Tower, Suite 3550
Two South Biscayne Boulevard
Miami, Florida 33131
(City) (Zip code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature) Jan S. Neiman, Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Fred J. Badia
Address: 7440 SW 50th Terrace, Unit 105
Miami, Florida 33155

Vice Chairman: Michel L. Badia
Address: 7440 SW 50th Terrace, Unit 105
Miami, Florida 33155

Director: Marc L. Badia
Address: 7440 SW 50th Terrace, Unit 105
Miami, Florida 33155

Director: Camila N. Badia
Address: 7440 SW 50th Terrace, Unit 105
Miami, Florida 33155

B. OFFICERS

President: Fred J. Badia
Address: 7440 SW 50th Terrace, Unit 105
Miami, Florida 33155


Vice President: Michel L. Badia
Address: 7440 SW 50th Terrace, Unit 105
Miami, Florida 33155

Secretary: Camila N. Badia
Address: 7440 SW 50th Terrace, Miami, Florida 33155

Treasurer: Marc L. Badia
Address: 7440 SW 50th Terrace, Miami, Florida 33155

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TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. ✓ 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michel L. Badia, Vice President
(Typed or printed name and capacity of person signing application)



COMMONWEALTH OF PUERTO RICO
DEPARTMENT OF STATE
SAN JUAN, PUERTO RICO

I, **MARCOS VELEZ GREEN**, Acting Director of the Division of Corporations of the Department of State of the Commonwealth of Puerto Rico,

CERTIFY: That **SEYER PHARMATEC INC**, file number **15,401** is a profit corporation organized under the laws of Puerto Rico on **November 12, 1965** at , **11:00 a.m.**

This certification does not imply that this corporation has filed the annual reports, pursuant to the requirement of Article 15.01 of the General Corporation Act. If you need to know if such reports have been filed, you must request a Certificate of Good Standing.

IN WITNESS WHEREOF,
the undersigned, by virtue of the authority by law, hereby issue this certificate, in the City of San Juan, this 25th day of October of the year Two Thousand one.

Marcos Vélez Green
Acting Director
Corporate Registry

SECRETARY OF STATE
ALLIANCE STATE, FLORIDA
OCT 25 - 5 PM 8:06

FILED