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## FOREIGN PROFIT OUALIFICATION

AMERICAN BIOTECH Distributors corp. BIOTECH DISTRIBUTORS CORP.

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#### 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.

(Enter name of corporation; mast include "INCORPORATED," "COMPANY," "CORPORATION,"  "Inc.," "Co.," "Corp," "Inc.," "Co.," or "Corp,")  AMERICAN BIOTECH DISTRIBUTORS CORP.  (If name unavailable in Florida, cause elternate corporate name adopted for the purpose of transacting business in Florida)  2. Delaware  (State or country under the law of which it is incorporated)  (Cerobar 23, 2003  (Date of incorporation)  (Description of the purpose of transacted business in Florida, insert "open qualification")  (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)  (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)  (Principal office address)  135 Duryea Road  (Current usalling address)  Sale of Oncology drugs to physicians who treat cancer patients. To engage in any act of activity for which corporations may be organized.  (Purpose(a) of corporation suntorized in one state or country to be carried out in state of Florida)  Name and street address of Florida registered agent (P.O. Box or Mail Drop Box NOT acceptable)  Name: Corporation Service Company  (City)  Tallshause  (City)  (City)	<u> </u>	ITION CORP.				
[If same unswellable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)  Delaware  (State of country under the law of which it is incorporated)  (Certober 23, 2003  (Date of incorporation)  (Date of incorporation)  (Date of incorporation)  (Description of incorporation)  (Description of incorporation)  (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)  135 Duryea Road  Melville, NY 11747  (Principal office address)  135 Duryea Road, Melville, NY 11747  (Current usalling address)  Sale of Oncology drugs to physicians who treat cancer patients. To engage in any act of activity for which comparations may be organized.  (Purpose(s) of corporation surhoused in home state or country to be carried our in state of Florida)  Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  Fine Address: 1201 Rays Screet  Tallahassa  (City)  (City)  (FEI number, if applicable)	(Enter name of "Inc.," "Co.," "	f corporation; must include "INCORPORAT "Coxp," "Inc," "Co," or "Corp,")	ED,	" "Company," "Corporation,"		
(State or country under the law of which it is incorporated)  (State or country under the law of which it is incorporated)  (Cetober 23, 2003	AME	RICAM BLOTECH DISTREBUTORS CO	AP.			
(State or country under the law of which it is incorporated)  Corober 23, 2003  (Date of incorporation)  (Date of incorporation)  (Deep qualification  (Deep qualification  (Dete first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  (SHE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)  135 Duryea Road  Melvilla, My 12747  (Principal office address)  135 Duryea Road, Melvilla, My 12747  (Coment utailing address)  Sale of Oncology drugs to physicians who treat cancer patients. To engage in any act or activity for which corporations may be cornarized.  (Purpose(s) of comporation authorized in home state or country to be carried out in state of Florida)  Name: Corporation Service Company  ffice Address:  1201 Eaya Screet  Tallshassae  , Florida 32301  (City)  (Cit	(If name upava	illable in Florida, enter alternate corporate m	خس	adopted for the purpose of transacting business in Fi	orida)	
Corobar 23, 2003  (Date of incorporation)  (Date of incorporation)  (Description: Year corp. will cease to exist or "perpetual")  (Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  (SHE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)  135 Duryea Road  Melvilla, NY 11747  (Principal office address)  135 Duryea Road, Melvilla, NY 11747  (Current mailing address)  Sale of Oncology drugs to physicians who treat cancer patients. To engage in any act or activity for which corporations may be cruanized.  (Purpose(s) of corporation surhorized in home state or country to be carried out in state of Florida)  Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  Name: Corporation Service Company  ffice Address: 1201 Bays Screet  Tallshassee  (City)  (City)  (Zip code)	Delaware		_3.			
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CO.		Tallahastee		, Florida_32301		
ra		(City)	_	(Zip code)	ب	
3. Registered agent's accentance:					ယ	
laving been named as registered agent and to accept service of process for the above stated corporation at the pla						
maignate an and approvator, i welcay areth me appointment in reporter armit all bels in the met in this capacit	urther agree to	comply with the provisions of all statute	ts 71	lative to the proper and complete performance.	of my du	ď
urther arree to comply with the provisions of all statutes relative to the proper and complete performance of my di					of 11.7. mm	
lesignated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity further agree to comply with the provisions of all statutes relative to the proper and complete performance of my di and I am familiar with and accept the obligations of any position at provision de provisions.	and a man a manual	a wan and accept one application of mit	μ.,	mins my selminger reduit		
rther agree to comply with the provisions of all statmes relative to the proper and complete performance of my di ad I am familiar with and accept the obligations of my position as registered agent.						

(Registered agent's signature)

Dolores Burron. Assistant Vice President:
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:		
Address:		
Vice Chairman:		
Address:		
Director:		
Address:		
·		
Director:		
Address:		
B. OFFICERS		
President Sas attached officers/directors rider		
Address:		
		_
Vice President:	1,04	DIV.S
	TILL S	SE CRE
Address:	ن	위 <u>국</u>
		- <del>S</del>
Secretary:	AT IO	ORP STA
Address:	<del>77</del>	
Treasurer:	<u> </u>	SKO
Address:		
NOTE: If secretary, you may higher an addendum to the application listing additional officers and/or directors.		
(Signsture of Director or Officer listed in number 12 of the application)		
14. Michael Ettinger, Secretary  (Typed or printed name and capacity of person signing application)		

#### OFFICERS/DIRECTORS RIDER

RL-Application by Foreign Corporation for Authorization

AMS ACQUISITION CORP.

List of Officers Name: Mar Mark Mlotek Title: President

Bus. Addr.: c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747

Name: Michael Ettinger Tifle: Secretary

Bus. Addr.: c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747

Name: Steven Paladino Title: Treasurer Bus. Addr.: c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747

List of Directors Name: Mark

Mark Mlotek Term;

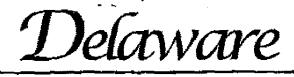
Bus. Addr.: c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747

Michael Ettinger Name: Texm:

Bus. Addr.: c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747

Steven Paladino

Bus. Addr.: c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747



DACE 1

# The First State

I, BARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMS ACQUISITION CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO HAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF MARCH, A.D. 2004.

AND I DO HERENY FURTHER CERTIFY THAT THE SAID "AMS ACQUISITION CORP." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2003:

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

Warriet Smith Windson, Secretary of State

AUTHENTICATION: 300264.5

DATE: 03-22-04