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CORPORATION SVC CO

NO. 95

F04000003123

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

AMERICAN BIOTECH Distributors Corp.

AMERICAN BIOTECH DISTRIBUTORS CORP.

AMS Acquisition Corp

Certificate of Status	0
Certified Copy	0
Page Count	05
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CORPORATION SVC CO

ENC. 937 U.L.P. 2 07 7

**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. AMS ACQUISITION CORP.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"LTD.," "CO.," "CORP.," "INC.," "CO.," or "CORP.")

AMERICAN BIOTECH DISTRIBUTORS CORP.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. October 23, 2003

(Date of incorporation)

5. Perpetual

(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.)

135 Duryea Road

7. Melville, NY 11747

(Principal office address)

135 Duryea Road, Melville, NY 11747

(Current mailing address)

**8. Sale of Oncology drugs to physicians who treat cancer patients. To engage
in any act or activity for which corporations may be organized.**
(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: Corporation Service Company

Office Address: 1201 Baya Street

Tallahassee

(City)

, Florida 32301

(Zip code)

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.

Corporation Service Company

By: Dolores Burton

(Registered agent's signature)

Dolores Burton, 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:

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A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. [Signature]

(Signature of Director or Officer listed in number 12 of the application)

14. Michael Ebttinger, Secretary

(Typed or printed name and capacity of person signing application)

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OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

AMS ACQUISITION CORP.

List of Officers

Name:	Mark Mlotek	Title: President
Bus. Addr.:	c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747	
Name:	Michael Ettinger	Title: 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 Mlotek	Term:
Bus. Addr.:	c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747	
Name:	Michael Ettinger	Term:
Bus. Addr.:	c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747	
Name:	Steven Paladino	Term:
Bus. Addr.:	c/o Henry Schein, Inc. 135 Duryea Road, Melville, NY 11747	

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CORPORATION SVC CO

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Delaware

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The First State

I, HARRIET 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 FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF MARCH, A.D. 2004.

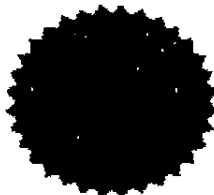
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AMS ACQUISITION CORP." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2003.

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.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3002645

DATE: 03-22-04

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