

JUN-23-2004

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CT CORPORATION

Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

Rx Label Acquisition Corp.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

1. Rx Label Acquisition Corp.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "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. 20-1151536

(FBI number, if applicable)

4. May 21, 2004

(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.)

7. 3301 Enterprise Avenue, Joplin, Missouri 64801

(Principal office address)

3301 Enterprise Avenue, Joplin, Missouri 64801

(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the corporations law of Florida

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation

(City)

, Florida

33324

(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.

CT Corporation System

By: Conni Bryan

(Registered agent's signature)

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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20. DIRECTORS

Director: Please see Exhibit A attached. Review and make a full record.

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

21. OFFICERS

President:

Address:

Vice President: John Underwood and Keith Freeman

Address: c/o Business Partners, LLC

520 Lake Cook Rd Suite 275, Oakfield, Illinois 60451

Secretary: Keith Freeman

Address: c/o Business Partners, LLC, 520 Lake Cook Rd Suite 275, Oakfield, Illinois 60451

Treasurer:

Address:

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

13.

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

14.

John Underwood, Vice President

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

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TALLAHASSEE, FLORIDA

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Exhibit A- Directors

Thomas S. Bagley
c/o Pfingsten Partners, LLC
520 Lake Cook Rd, Suite 375
Deerfield, Illinois 60015

John H. Underwood
c/o Pfingsten Partners, LLC
520 Lake Cook Rd, Suite 375
Deerfield, Illinois 60015

James J. Norton
c/o Pfingsten Partners, LLC
520 Lake Cook Rd, Suite 375
Deerfield, Illinois 60015

Brian Dunsirn
c/o Pfingsten Partners, LLC
520 Lake Cook Rd, Suite 375
Deerfield, Illinois 60015

John W. Tomes
c/o Pfingsten Partners, LLC
520 Lake Cook Rd, Suite 375
Deerfield, Illinois 60015

Keith S. Freeman
c/o Pfingsten Partners, LLC
520 Lake Cook Rd, Suite 375
Deerfield, Illinois 60015

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Delaware

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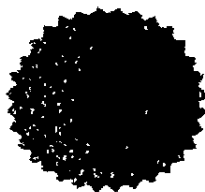
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RX LABEL 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-THIRD DAY OF JUNE, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

3806261 8300

040462544

*Harriet Smith Windsor*Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3190092

DATE: 06-23-04