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SECRETARY OF STATE
TALLAHASSEE, FLA.,

SEARCHED OCT 5 2012

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: AcariaHealth Pharmacy, 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," or "Certificate of Good Standing" 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:

Renee Crain

Name of Person

AcariaHealth Pharmacy, Inc.

Firm/Company

6923 Lee Vista Blvd. Suite 300

Address

Orlando, FL. 32822

City/State and Zip code

licensing@acariahealth.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Renee Crain

Name of Person

at (407) 903-1308 x 1034

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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. AcariaHealth Pharmacy, Inc.

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

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FLORIDA
REGISTRATION
DIVISION
DEPT. OF STATE
TALLAHASSEE
FL 32301

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

2. California

3. 13-4262384

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

(FEI number, if applicable)

4. 1-23-03

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. not open yet

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 6923 Lee Vista Blvd. Suite 300A Orlando, FL 32822

(Principal office address)

6923 Lee Vista Blvd. Suite 300 Orlando, FL 32822

(Current mailing address)

8. Specialty Pharmacy

(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 NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 515 East Park Avenue

Tallahassee . Florida 32301
(City) (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.

Michael Hold, Asst. Sec.

(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:

A. DIRECTORS

Chairman: see attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached

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

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Donald Howard, CEO

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

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SECURE
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 04-15 BY SP/SP

FILED

DISCLOSURE OF OFFICER, DIRECTORS AND COMMON OWNERSHIP

Name	Title	Street Address	Phone No.	Fax No.	Mailing/Residence Address	SSN/TIN	Date of Birth	RPh No.	Ownership	FEIN
AcariaHealth, Inc.	Shareholder	8923 Lee Vista Blvd, Ste 300 Orlando, FL 32822-4703 New Act: 04/02/12	407-903-1326	407-903-1323	do Corporation Trust Company 100 Orange Street Wilmington, DE 19801	45-2780334			100% of Pharmacy Entities	45-2780334
Donald Howard don.howard@seaciahalth.com	Chief Executive Officer / Director	7929 Lee Vista Blvd, Ste 305 Orlando, FL 32822-4703	407-903-1326	407-903-1323	9121 Tibet Point Circle Windermere, FL 34786				RPO3177801 (PA-Inactive); Born: PA	0
Jeffrey Fisher jeff.fisher@seaciahalth.com	Chief Operating Officer / Director	6223 Lee Vista Blvd, Ste 300 Orlando, FL 32822-4703	412-287-7606	407-903-1323	563 Mackay Drive Gibsonia, PA 15044				5/13/1958 (PA); Born: PA	0
Stephen Jensen steve.jensen@seaciahalth.com	Chief Financial Officer	8923 Lee Vista Blvd, Ste 300 Orlando, FL 32822-4703	407-903-1326	407-903-1323	5801 Lake Melrose Drive Orlando, FL 32828				9/24/1963 Born: OH	0
Matthew D. Angel math.angel@seaciahalth.com	Director	6510 W Sam Houston Pkwy N Suite 330 Houston, TX 77041	832-300-1200	866-505-2626	8421 Martin Drive Houston, Texas 77055				6/23/1967 Born: TX	0
Kenton Rosenberry krozenberry@seaciahalth.com	Director	601 Lexington Avenue, 55th Floor New York, NY 10022	212-207-3366	212-207-3361	61 East 86th Street #42 New York, NY 10028				3/26/1976 Born: NY	0
Christopher Garcia cgarcia@seaciahalth.com	Director	601 Lexington Avenue, 55th Floor New York, NY 10022	212-207-3366	212-207-3331	296 Cannon Road Wilton, CT 06897				8/1/1961 Born: FL	0
Samarth Chandra schandra@seaciahalth.com	Director	601 Lexington Avenue, 55th Floor New York, NY 10022	212-207-3366	212-207-3031	78 Bank Street, Apt 19 New York, NY 10014				Born: New Foundland, Canada	0
Michael Fisher mfisher@seaciahalth.com	Director	601 Lexington Avenue, 55th Floor New York, NY 10022	212-207-3366	212-207-3031	81 Party Street, Apt 4B New York, NY 10014				4/30/1986 Born: TX	0

Common Ownership

Common Ownership						
Name	Home State License	Address	NCPDP	Medicare	NPI	FEIN
AcaciaHealth Pharmacy #4, Inc. Formerly known as Capital Rx	50707 (CA)	4225 Northgate Blvd., Ste. 2 Sacramento, CA 95834-1233	5638145	6466090001	1659095842	27-159847
AcaciaHealth Pharmacy #13, Inc. Formerly known as El Ray Rx	50708 (CA)	5310 Whittier Blvd. Los Angeles, CA 90022-4015	5615945	6091980001	1992786195	26-9226900
AcaciaHealth Pharmacy #12, Inc. Formerly known as Former Rx Rx	030485 (NY)	101-04 Queens Blvd. Forest Hills, NY 11375-2749	5801952	6491680001	1811208071	27-2765424
AcaciaHealth Pharmacy #11, Inc. Formerly known as T.S. Rx	26485 (TX)	2301 Caroline Street, Unit A Houston, TX 77004-1013	4544424	5975850002	1629195045	20-8192615
Fairfax Health Care Services, Inc. d/b/a Prosperity Pharmacy	470813001 (VA)	8505 Arlington Blvd., # 110 Fairfax, VA 22031	4837401	470813001	1912016940	41-2055462

DISCLOSURE OF OFFICER, DIRECTORS AND COMMON OWNERSHIP

Specialty Rx, Inc. Prosperity Specialty Pharmacy, Inc.	0201004179 (VA)	2924 Telestar Court Falls Church, VA 22042	4840383	6101350001				1861687278	26-0170829
Acaria Health Pharmacy, Inc.		6923 99 Vista Blvd Suite 300A Orlando, FL 32822						0	13-4262384
Affiliate:	12 OCT 2013 PH 15								
Specialty Therapeutic Care, LP	24102 (TX)	6610 W Sam Houston Pkwy #330 Houston, TX 77041	4535782	5428270001				1862406850	73-1698988

*All owners have the same interest in each of these additional disclosing entities.

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

ACARIAHEALTH PHARMACY, INC.

FILE NUMBER: C2494392
FORMATION DATE: 01/23/2003
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of September 06, 2012.

DEBRA BOWEN
Secretary of State

RYM