

1401 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-224-9171  
HOSPITALITY TAX

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 117715 4812402

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 87.50

ORDER DATE : October 11, 1996

ORDER TIME : 11:33 AM

ORDER NO. : 117715

CUSTOMER NO: 4812402

CUSTOMER: Carol Braunschweig, Legal Asst  
CALFEE, HALTER & GRISWOLD  
ESQS.  
1400 Mcdonald Investment Cente  
800 Superior Avenue  
Cleveland, OH 441142688

800001872216

DOMESTIC FILING

NAME: NCS HEALTHCARE OF FLORIDA,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING (OBTAIN 2 GOOD STANDING)

CONTACT PERSON: Lynne Roberts

EXAMINER'S INITIALS:

96 OCT 11 PM 3:47  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 OCT 11 PM 2:43  
RECEIVED  
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

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

1. NCS HealthCare of Florida, 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.)
2. Ohio 3. Applied For  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 10, 1996 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.150, F.S.))
7. 3201 Enterprise Parkway, Suite 220  
Beachwood, Ohio 44122  
(Current mailing address)
8. Operate institutional pharmacy.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

**9. Name and street address of Florida registered agent:**Name: Corporation Service CompanyOffice Address: 1201 Hays StreetTallahassee

, 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: Deborah D. Skipper, As agent  
(Registered agent's signature)

Deborah D. Skipper, as agent

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.

FILED  
OCT 11 PM 3:41  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

OCT. 10. 1996 12:54PM

CALFEE, HALTER & GRISWOLD

NO. 0253 P. 3

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

A. DIRECTORS

Chairman: Kevin B. Shaw  
Address: 3201 Enterprise Parkway, Suite 220  
Beachwood, Ohio 44122  
Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_  
Director: \_\_\_\_\_  
Address: \_\_\_\_\_

B. OFFICERS

President: Kevin B. Shaw  
Address: 3201 Enterprise Parkway, Suite 220  
Beachwood, Ohio 44122  
Vice President: William B. Byrum  
Address: 3201 Enterprise Parkway, Suite 220  
Beachwood, Ohio 44122  
Secretary: Kevin B. Shaw  
Address: 3201 Enterprise Parkway, Suite 220  
Beachwood, Ohio 44122  
Treasurer: Jeffrey R. Steinhilber  
Address: 3201 Enterprise Parkway, Suite 220  
Beachwood, Ohio 44122

FILED  
96 OCT 11 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

13.

Jeffrey R. Steinhilber Treasurer  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14.

Jeffrey R. Steinhilber  
(Typed or printed name and capacity of person signing application)

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.

}

*I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show NCS HEALTHCARE OF FLORIDA, INC., an Ohio corporation, having its principal location in Beachwood, County of Cuyahoga, was incorporated on October 10, 1996 and is currently in **GOOD STANDING** upon the records of this office.*

FILED  
96 OCT 11 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



WITNESS my hand and official  
seal at Columbus, Ohio this  
10th day of October, A.D. 1996

*Bob Taft*

Bob Taft  
Secretary of State