

F99000005974

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(Business Entity Name)

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06 JUL 31 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Handwritten notes and signatures at the bottom right of the page.*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** DrugMax, Inc.  
(Name of Corporation)

**DOCUMENT NUMBER:** F99000005974

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Tamara Bross, Corporate Paralegal  
(Name of Contact Person)

Familymeds Group, Inc.  
(Firm/Company)

312 Farmington Avenue  
(Address)

Farmington, CT 06032  
(City/State and Zip Code)

For further information concerning this matter, please call:

Tamara Bross, Corporate Paralegal at ( 860 ) 676-1222 ext. 118  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee &  
Certificate of Status

\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F99000005974  
(Document number of corporation (if known))

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1. DrugMax, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Nevada (Incorporated under laws of)      3. 11/17/1999 (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 10, 2006

5. Familymeds Group, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)


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

6. If the amendment changes the period of duration, indicate new period of duration.

N/A  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A  
(New jurisdiction)

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Allison D. Kiene  
(Typed or printed name of person signing)

SVP & Secretary  
(Title of person signing)



**DEAN HELLER**  
 Secretary of State  
 204 North Carson Street, Suite 1  
 Carson City, Nevada 89701-4289  
 (775) 684 6709  
 Website: secretaryofstate.biz

Entity #  
**C12813-1993**  
 Document Number  
**20060428276-27**

Date Filed:  
 7/5/2006 10:00:52 AM  
 In the office of

*Dean Heller*

Dean Heller  
 Secretary of State

ABOVE SPACE IS FOR

**Certificate of Amendment**  
 (PURSUANT TO NRS 78.385 and 78.390)

**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**

(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

**1. Name of corporation:**

DrugMax, Inc.

**2. The articles have been amended as follows (provide article numbers, if available):**

Article One of the Amended and Restated Articles of Incorporation of DrugMax, Inc., as amended, which currently reads:  
 "The name of this corporation is DrugMax, Inc." is hereby amended to read:

"The name of this corporation is Familymeds Group, Inc."

**3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is:** 42,963,241 - Majority

**4. Effective date of filing (optional):**

7/10/06

(Must not be later than 60 days after the certificate is filed)

**5. Officer Signature (required):**

*Michael*

\*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

**IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.**

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM 78.385 Revised 2003  
 Revised 07/02/06