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ACCOUNT NO. : 072100000032

REFERENCE : 658227 4311473

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 155.00

ORDER DATE : April 11, 2000

ORDER TIME : 11:14 AM

ORDER NO. : 658227-005

CUSTOMER NO: 4311473

CUSTOMER: Ms. Louise J. Allen
STEARNS WEAVER MILLER WEISSLER
STEARNS WEAVER MILLER WEISSLER
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

DOMESTIC FILING

NAME: LOWESTPRICEDRUGS.COM, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

900003203809-4

FILED
00 APR 11 PM 1:20 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

L00-4133

Name	Dr. 4/11
Availability	
Document	
Updator	
Verifier	
Acknowledgment	
W. P. Verifier	

**ARTICLES OF ORGANIZATION OF
LOWESTPRICEDRUGS.COM, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

**ARTICLE I
NAME**

The name of the Limited Liability Company is Lowestpricedrugs.com, LLC (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 1295 Laurel Court, Weston, Florida 33326.

**ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS**

The name and street address of the registered agent of the Company in the State of Florida are:

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00 MAR 11 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name

Address

Richard L. Allen

150 West Flagler Street
Suite 2000
Miami, Florida 33130

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TALLAHASSEE, FLORIDA

ARTICLE III
DURATION

The existence of this Company shall begin on the date of the filing of these Articles of Organization. The Company's existence shall be perpetual.

ARTICLE V
ADMISSION OF NEW MEMBERS

The addition of a new member to the Company shall require the unanimous written consent of the members of the Company and upon such terms and conditions as shall be determined by such vote. A member may transfer his, her, or its interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless approved by the unanimous written consent of the members.

ARTICLE V
MEMBERS

A member of the Company shall not cease to be a member of the Company upon the occurrence of an event specified in Florida Statutes Section 608.4237.

ARTICLE V
MANAGEMENT COMMITTEE

The Company is a manager managed company. The business affairs of the Company shall be managed and all the corporate powers thereof shall be vested in and exercised by a Management Committee. The Management Committee shall be appointed as provided in the Operating Agreement of the Company. The number of managers of the initial Management Committee shall be three (3) and thereafter may be increased or decreased from time to time by the resolution of the Management Committee. The names and addresses of the persons who shall serve as the initial managers on the Management Committee of the Company until their successors are duly elected are:

Stephen Karp
1295 Laurel Court
Weston, Florida 33326

Albert D. Nassar
Worldwide Management Consultants
5722 S. Flamingo Road
Suite 142
Fort Lauderdale, Florida 33330

Jeffrey J. Postal
2735 Hackney Road
Weston, Florida 33331

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TALLAHASSEE, FLORIDA

ARTICLE VIII
NO PERSONAL LIABILITY

The managers, officers and agents of the Company shall not be held personally liable or responsible for any contracts, debts or defaults of the Company while acting for or on behalf of the Company in any official and authorized capacity. The Company shall indemnify all of its managers, officers, and agents and all of its former managers, officers and agents, to the fullest extent permitted by law.

ARTICLE X
AMENDMENTS

The Articles of Organization of this limited liability company may only be amended by the unanimous vote of the members.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization this 9th day of April, 2000.



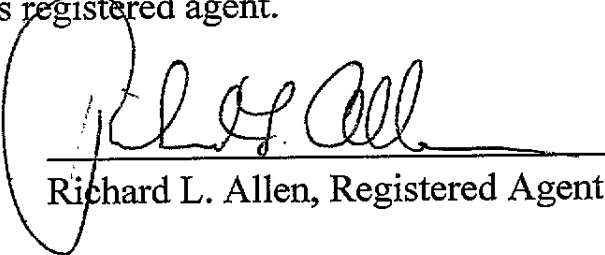
Stephen Karp, a Member

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TALLAHASSEE, FLORIDA

**ACCEPTANCE OF
REGISTERED AGENT**

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for Lowestpricedrugs.com, LLC at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Richard L. Allen, Registered Agent