CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301

Signature

Requested by:

Date

Will Pick Up

Time

Name

Walk-In

(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF ORGANIZATION

OF RX ON THE RUN, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Rx on the Run, LLC, ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is Tamarac Marketplace, 10040 W. McNab Road, Unit 30, Tamarac, Florida 33321

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are

Ronald S. Asnes, Esq.

Law Offices of Ronald S. Asnes, A Professional Association, 400 SW Boca Raton Blvd., Suffe 202; Boca Raton, Florida 33432



ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash amount of \$500.00.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations 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 all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by a majority vote of the remaining members.

ARTICLE IX - MANAGEMENT

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APPROVED FILED The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

NAME

ADDRESS

Carlos A. Madrigal

5780 S. Plum Bay Parkway Tamarac, Florida 33321

Sasquia Mieles

5780 S. Plum Bay Parkway Tamarac, Florida 33321

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OLJAN 18 MHII: 32 SECRETARY OF STATE FALLAHASSEF, FLORIDA

APPRUVEL AND FILED Carlos A. Madrigal

Carlos A. Madrigal

Dagina Keiles-Kalryol

Sasquia Mielos

HONALD S. ASNES
MY COMMISSION # CC 690373
EXPIRES: October 21, 2001

Bonded Thru Notary Public Underwriters

Ronald S. Asves

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SECRETARY OF STATE

APPRUVEL AND FILED

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415 or 608.507, Rx on the Run, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is Rx on the Run, LLC.
- 2. The name and address of the registered agent in Florida are:

Ronald S. Asnes, Esq., 400 SW Boca Raton Boulevard, Suite 202, Boca Raton, Florida 33432.

The undersigned, being the person named in the articles of organization of Rx on the Run, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Registered Agent

Ronald S. Asnes 1/15/01