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Florida Department of State
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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

Nationald Discount Pharmacy, L.L.C.

Name Availability	DCC
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AUDIT NO. H020002356044

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is National Discount Pharmacy,
L.L.C.

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall begin with the filing
of these Articles with the Florida Department of State, and shall continue for a period of
40 years thereafter.

ARTICLE III - Address:

The mailing address and street address of the principal office of the Limited
Liability Company is 1175 S. U.S. Highway 1, Vero Beach, Florida 32962.

ARTICLE IV - Registered Agent:

The name and address of the initial registered agent for this Limited Liability
Company is Gregory M. Nordt, 100 W. Cypress Creek Road, Suite 700, Fort
Lauderdale, Florida 33309.

ARTICLE V - Management:

The Limited Liability Company is to be managed by managers and the names
and addresses of the initial managers who are to serve as managers are:

Walter Janke
1175 S. U.S. Highway 1
Vero Beach FL 32962

Sunjay Kumar
1175 S. U.S. Highway 1
Vero Beach FL 32962

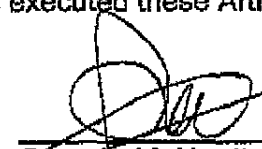
Lawrence Pizik
1175 S. U.S. Highway 1
Vero Beach FL 32962

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TALLAHASSEE, FLORIDA

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Whereof, the undersigned member has executed these Articles the 10th day of December, 2002.



Gregory M. Nordt
Authorized Representative

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

National Discount Pharmacy, L.L.C.

2. The name and address of the registered agent and office is:

Gregory M. Nordt
100 W. Cypress Creek Road, Suite 700
Fort Lauderdale, Florida 33309

By: 

Gregory M. Nordt, Authorized Representative

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Having been named as registered agent and to accept service of process for the above stated Limited Liability Company 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.



(Signature)



(Date)

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