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TRENAM KEMKER

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DIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY

Discount Canadian Prescriptions, L.L.C.

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ARTICLES OF ORGANIZATION
OF
DISCOUNT CANADIAN PRESCRIPTIONS, L.L.C.

The undersigned Sole Member hereby executes these Articles of Organization ("Articles") for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

CLERK OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:

DISCOUNT CANADIAN PRESCRIPTIONS, L.L.C.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

9061 Quail Creek Drive
Tampa, Florida 33647

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 101 E. Kennedy Boulevard, Suite 2700, Tampa, Florida 33602 and the initial registered agent of the Company at such office shall be John A. Williams, Esq. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

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ARTICLE IV**Operating Agreement**

The power to adopt the Operating Agreement of the Company, to alter, amend, or repeal the Operating Agreement of the Company, or to adopt a new Operating Agreement, shall be vested in the member or members of the Company, as the case may be. The Operating Agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles of Organization, or contrary to the laws of the State of Florida or of the United States.

ARTICLE V**Amendment of Articles of Organization**

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the member or members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.



PETER GAMBACORTA, Sole Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DISCOUNT CANADIAN PRESCRIPTIONS, L.L.C.**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, JOHN A. WILLIAMS, ESQ., having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 7th day of February 2003.


JOHN A. WILLIAMS

RECLERK OF STATE
TALLAHASSEE, FLORIDA

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