

McCLELLAN AND HOUSE, P.A.

TORREY, AT LAW

H. HENTZ McCLELLAN
J. DAVID HOUSE

December 13, 1999

L24877

119 RIVER STREET
BLOUNTSTOWN, FLORIDA 32424
(850) 674-5481

2872 MADISON STREET
MARIANNA, FLORIDA 32446
(850) 526-3575
FAX 850-674-8186

PLEASE REPLY TO:

Blountstown

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

600003063166--5
-12/14/99--01047--001
*****70.00 *****70.00

RE: Merger: Bristol Pharmacy, Inc./Blountstown Drugs, Inc.

To Whom It May Concern:

Please file the enclosed Articles of Merger. I enclose herein a check in the amount of \$70.00 to cover the expense of filing.

Please contact me if you need any further information.

Thanks,

Brenda Johnson

Brenda Johnson
Secretary to Hentz McClellan

enc.

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JAN 12 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L24877
Spoke to Brenda Johnson -
gave her loaded plan "I
merger to do + also correct
name of officers CW 1-12-99
APR 1-12-2000
Merger CM



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2000

MCCLELLAN AND HOUSE, P.A.
% BRENDA JOHNSON
119 RIVER STREET
BLOUNTSTOWN, FL 32424

SUBJECT: BRISTOL PHARMACY, INC.
Ref. Number: L24877

We have received your document for BRISTOL PHARMACY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of merger must contain the provisions of the plan of merger or the plan of merger must be attached.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 700A00000320

McCLELLAN AND HOUSE, P.A.

ATTORNEYS AT LAW

H. HENTZ McCLELLAN
J. DAVID HOUSE

January 10, 2000

119 RIVER STREET
BLOUNTSTOWN, FLORIDA 32424
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MARIANNA, FLORIDA 32446
(850) 526-3575
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PLEASE REPLY TO:

Blountstown

Carol Mustain
Corporate Specialist
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Bristol Pharmacy, Inc.
Ref. Number: L24877

Dear Ms. Mustain,

As per our telephone conversation today, I am returning the Articles of Merger regarding Bristol Pharmacy, Inc., and Blountstown Drugs, Inc.. In reviewing the forms you forwarded to me it appears that the Articles of Merger which was provided to you contains all of the necessary information needed for the merger. Please review our Articles of Merger again to see if they do not obtain the needed information.

I appreciate your consideration in this matter.

Sincerely,



Brenda Johnson
Secretary to Hentz McClellan

enc.

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

BLOUNTSTOWN DRUGS, INC., a florida corporation, document
#P97000036618

INTO

BRISTOL PHARMACY, INC., a Florida entity, L24877.

File date: January 12, 2000

Corporate Specialist: Carol Mustain

PLAN and
ARTICLES OF MERGER

ARTICLES OF MERGER of BRISTOL PHARMACY, INC., a Florida corporation, and BLOUNTSTOWN DRUGS, INC., a Florida corporation, dated the ____/____ day of November, 1999.

1. *Merger.* BRISTOL PHARMACY, INC., hereinafter referred to as the Corporation, and BLOUNTSTOWN DRUGS, INC., hereinafter referred to as Blountstown, agree to and do hereby effect the merger of Blountstown into the Corporation on the terms and conditions hereinafter set forth. The corporation which is to survive the merger is BRISTOL PHARMACY, INC., which shall continue under the name BRISTOL PHARMACY, INC., and have all of the purposes and powers of the Corporation.

2. *States of incorporation.* The Corporation was incorporated under the laws of the State of Florida on October 24, 1989, and Blountstown was incorporated under the laws of the State of Florida on April 24, 1997.

3. *Capital stock.* The total number of shares of stock which the Corporation has authority to issue is 100 shares of Common Stock, all of which are the same class and of the par value of \$100.00 each, with an aggregate par value of \$10,000, of which 50 shares are issued and outstanding. The total number of shares of stock which Blountstown has authority to issue is 100 shares of Common Stock, all of which are of the same class and of no par value, of which 100 shares are issued and outstanding.

4. *Conversion of securities on merger.* The manner of converting the stock of the Corporation and the stock of Blountstown into stock of the Corporation is as follows:

(a) Each share of Common Stock of the Corporation outstanding on the effective date of the merger shall remain outstanding as one share of Common Stock of the Corporation.

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CLERK OF DISTRICT COURT
JAN 12 1999
TALLAHASSEE, FLORIDA

(b) Each share of Common Stock of Blountstown outstanding on the effective date of the merger shall be converted into one share of Common Stock of the Corporation.

(c) After the effective date of the merger, each holder of an outstanding certificate or certificates theretofore representing shares of Common Stock of Blountstown shall, upon surrender of the same to a transfer agent of the Corporation designated for that purpose, be entitled to receive in exchange therefor, a certificate or certificates representing the number of whole shares of Common Stock of the Corporation into which the shares theretofore represented by the certificate or certificates so surrendered shall have been converted as herein set forth.

5. *Directors.* The names of the persons who are to be directors of the Corporation and who shall hold office until their successors are chosen and qualified according to the Bylaws of the Corporation are as follows:

MARK S. PLUMMER

JO PLUMMER

6. *Effect of merger.* On the effective date of the merger, all of the property, rights, privileges, and franchises, of whatsoever nature and description, of Blountstown, including choses in action belonging to it, shall be transferred to, vested in, and shall devolve upon the Corporation, without further act or deed; and all property, rights, privileges, and franchises, and every other interest, shall be as effectually the property of the Corporation as they were of each of the respective corporations party to these Articles, and the title to all real estate vested in either of the corporations shall not be deemed to revert or to be in any way impaired by reason of the merger, but shall be vested in the Corporation.

7. *Effective date.* November 30, 1999 shall be deemed the effective date of the merger of these corporations.

8. **Authorization.** These Articles of Merger were duly advised and authorized by the Board of Directors of each of the corporations party hereto in accordance with the laws of the State of Florida and were approved by all of the shareholders of each corporation.

IN WITNESS WHEREOF, BRISTOL PHARMACY, INC., and BLOUNTSTOWN DRUGS, INC., pursuant to authority duly given by their respective Boards of Directors and Shareholders have by their respective Presidents executed these presents and have caused their corporate seals to be hereunto affixed and attested by their respective Secretaries.

BRISTOL PHARMACY, INC.

By: Mark Plummer
President / Mark Plummer

Attest:

Jo P. Umme
Secretary

BLOUNTSTOWN DRUGS, INC.

By: Mark Plummer
President / Mark Plummer


Attest:

Jo P. Umme
Secretary

AUTHORIZATION AND APPROVAL OF MERGER

The undersigned, being all of the shareholders and directors of BLOUNTSTOWN DRUGS, INC., a Florida corporation, do hereby approve the proposed Articles of Merger setting forth the conditions of merger of BRISTOL PHARMACY, INC., and BLOUNTSTOWN DRUGS, INC., and authorize Mark S. Plummer as President to execute said articles on behalf of the corporation.

Dated this 1 day of November, 1999.



MARK S. PLUMMER



JO PLUMMER


AUTHORIZATION AND APPROVAL OF MERGER

The undersigned, being all of the shareholders and directors of BRISTOL PHARMACY, INC., a Florida corporation, do hereby approve the proposed Articles of Merger setting forth the conditions of merger of BRISTOL PHARMACY, INC., and BLOUNTSTOWN DRUGS, INC., and authorize Mark S. Plummer as President to execute said articles on behalf of the corporation.

Dated this 1 day of November, 1999.



MARK S. PLUMMER



JO PLUMMER