



THE UNITED STATES
CORPORATION
COMPANY

99000008104

ACCOUNT NO. : 072100000032

REFERENCE : 491906 8728A

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 155.00

ORDER DATE : November 23, 1999

ORDER TIME : 1:37 PM

600003053286--9

ORDER NO. : 491906-005

CUSTOMER NO: 8728A

CUSTOMER: Ms. Laura Brunner
FELDMAN & KOENIG
FELDMAN & KOENIG
1315 Whitehead Street

Key West, FL 33040.

DOMESTIC FILING

NAME: THE MEDICINE SHOPPE, L.L.C.

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: Angie Glisar

EXAMINER'S INITIALS: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV 23 PM 3:31

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 NOV 23 PM 3:09

RECEIVED

11/23

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

THE MEDICINE SHOPPE, L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 225 Key Deer Boulevard, Big Pine Key, Florida 33043.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PERPETUAL

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Member: Richard B. Patten 225 Key Deer Boulevard
Big Pine Key, Florida 33043

David Dresie 225 Key Deer Boulevard
Big Pine Key, Florida 33043

The undersigned authorized representative of a member of

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TALLAHASSEE FLORIDA
CLERK OF STATE

THE MEDICINE SHOPPE, L.L.C. hereby executes these articles of organization on this 23rd Day of 1999.

CORPORATION SERVICE COMPANY

Laura R. Dunlap

BY: Laura R. Dunlap, as its agent
authorized representative of
THE MEDICINE SHOPPE, L.L.C.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By:

Laura R. Dunlap
Its Agent, Laura R. Dunlap

Dated: November 23, 1999

AKC/agl

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of THE MEDICINE SHOPPE, L.L.C. (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 23rd
Day of November, 1999.

Heather V. Thompson
WITNESS
Heather V. Thompson
TYPED OR PRINTED NAME

Laura Brunner
WITNESS
Laura Brunner
TYPED OR PRINTED NAME

Timothy Koernig
SIGNATURE
Timothy Koernig
TYPED OR PRINTED NAME

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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