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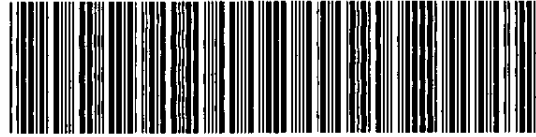
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TALLAHASSEE, FLORIDA  
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**COVER LETTER**

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

**SUBJECT:** The Florida PDMP Foundation, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Bruce D. Grant; Director, Office of Drug Control  
Name (Printed or typed)

The Capitol Building; 400 S. Monroe St; Suite 2105  
Address

Tallahassee, Florida 32399  
City, State & Zip

850-488-9557  
Daytime Telephone number

Bruce.Grant@MyFlorida.com  
E-mail address: (to be used for future annual report notification)

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**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I: NAME**

*The name of the corporation shall be:*  
The Florida PDMP Foundation, Inc.

**ARTICLE II: PRINCIPAL OFFICE**

*The principal street address and mailing address, if different is:*

The Capitol Building  
400 S. Monroe Street; suite 2105  
Tallahassee, Florida 32329-0001

**ARTICLE III: PURPOSE**

*The purpose for which the corporation is organized is:*

to assist the state in carrying out its purposes and responsibilities regarding the promotion of the public health, safety and welfare and to detect and prevent controlled substance abuse and diversion. The corporation will assist the state by raising money in order to provide assistance, funding, and promotional support for the activities authorized for the prescription drug monitoring program; submitting requests for and receiving grants from the Federal Government, private foundations, and individuals; conducting programs and activities; raising funds; requesting and receiving gifts, and bequests of money; acquiring, receiving, holding, and investing, in its own name, securities, funds, objects of value, or other property, either real or personal; and making expenditures or providing funding directly or indirectly to or for the benefit of the Department of Health's Prescription Drug Monitoring Program.

Notwithstanding any other provision of these articles, this corporation shall not engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Upon the dissolution of the corporation, assets shall revert to the Office of Drug Control or to the state if the Office of Drug Control no longer exists. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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**ARTICLE IV: MANNER OF ELECTION**

*The manner in which the directors are elected or appointed:*

The number of directors on the Board of Directors shall be no less than five (5) and no more than eleven (11), provided that the total number of Directors shall be an odd number. Membership on the Board of Directors may include: employees of the Office of Drug Control, state employees other than state employees from the Department of Health, and any other non-state employees as appropriate to serve on the board e.g. those members of the public that are interested in improving patient standard of care and reducing controlled prescription drug abuse and controlled prescription drug diversion.

The director of the Office of Drug Control shall appoint the initial Board of Directors for the direct-support organization, which initial Board shall consist of five (5) Directors. For the purpose of providing staggered terms, three (3) of the initial appointments made by the director of the Office of Drug Control shall be for 3-year terms and two (2) of the initial appointments made by the director of the Office of Drug Control shall be for 2-year terms. Any subsequent appointments made by the Board will be rotated starting with the sixth as three (3) years and the seventh as two (2) years and so forth up to the eleventh appointment. The 2-year terms are designated by an \* in Article V next to the name of the director. All Directors may be re-appointed to serve consecutive terms of office not to exceed two (2) additional terms, for a total of nine (9) or fewer years of service.

All future vacancies shall be filled by nomination and election by a majority of the current Board of Directors. Each Director shall hold office until the expiration of the term for which elected, or until resignation or removal. The Directors shall serve at the pleasure of the director of the Office of Drug Control. Provided further, upon the recommendation of the Board, the director of the Office of the Drug Control shall consider removal of a director for cause.

**ARTICLE V: INITIAL DIRECTORS AND/OR OFFICERS**

Jim Slattery; Chairman (term expiring July 1, 2012)  
16981 Via Tazon  
San Diego, CA 92127

David S. Bowen II; Vice Chairman (term expiring July 1, 2012)  
2901 SW 149th Avenue  
Suite 400  
Miramar, FL 33027

Sheriff Al Lamberti; Secretary (term expiring July 1, 2012)  
2601 W. Broward Blvd.  
Ft. Lauderdale, FL 33312

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Rodman Steele; Treasurer  
267 Barcelona Road  
West Palm Beach, FL 33401

(term expiring July 1, 2011)

William Janes; Director  
1610 Crest Drive  
Columbus, GA 31906

(term expiring July 1, 2011)

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**ARTICLE VI: DUTIES OF OFFICERS**

Chairman

The Chairman shall be the chief executive officer of the Corporation and shall preside at all meetings of the members and Board of Directors. The Chairman shall have the general management of the affairs of the Corporation and shall see that all orders and resolutions of the Board of Directors are carried into effect.

Vice Chairman

During the absence or disability of the Chairman, the Vice Chairman shall have all the powers and functions of the Chairman. The Vice Chairman shall perform such other duties as the Board of Directors shall prescribe.

Secretary

The Secretary shall keep the minutes of the meetings of the Board of Directors, and shall have custody of the seal of the Corporation and the power to affix and attest the same to documents when duly authorized by the Board of Directors. The Secretary shall attend to the giving and serving of all notices of the Corporation, and shall have charge of such books and papers as the Board of Directors may direct; and shall attend to such correspondence as may be assigned, and perform all duties incidental to the office.

Treasurer

The Treasurer shall have the care and custody of the funds and securities of the Corporation, and shall deposit said funds in the name and to the credit of the Corporation in such bank or trust company as the Board of Directors may elect; and shall, when duly authorized by the Board of Directors, sign and execute all contracts in the name of the Corporation, when countersigned by the Chairman or their designee; and shall also sign all checks, drafts, notes and orders for the payment of money, which shall be duly authorized by the Board of Directors. Any payment in excess of One Thousand Dollars (\$1,000.00) shall be countersigned by the Chairman or their designee. The Treasurer shall at all reasonable times exhibit the books and accounts to any Director of the Corporation upon application at the office of the Corporation during ordinary business hours. At the end of each corporate or fiscal year, the Treasurer shall have an audit of the accounts for the Corporation made by a committee or Certified Public Accountant approved by the Board of Directors, and shall present such audit in writing at the regular annual meeting

of the Board of Directors and at which time shall also present an annual report setting forth in full the financial condition for the Corporation. The annual audit and the annual report shall be presented in writing to the Office of Drug Control and the Office of Policy and Budget in the Executive Office of the Governor.

**ARTICLE VII: BY LAWS**

Bylaws of the corporation may be adopted, amended or revised by a simple majority of the Directors present at any regular meeting of the Board of Directors, provided that the proposed bylaw or amendment has been read at the previous meeting or that a copy of the proposed bylaw or amendment has been mailed to members at least seven (7) days prior to the meeting at which voting on the bylaw or amendment is to take place.

**ARTICLE VIII: INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

David S. Bowen II  
2901 SW 149th Avenue  
Suite 400  
Miramar, FL 33027

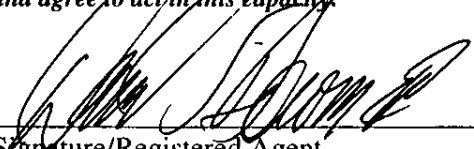
**ARTICLE IX: INCORPORATOR**

The name and address of the Incorporator is:

Bruce Grant  
Director Office of Drug Control  
The Capitol Building  
400 S. Monroe Street; suite 2105  
Tallahassee, Florida 32329-0001

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\*\*\*\*\*  
*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
\_\_\_\_\_  
Signature/Registered Agent  
David S Bowen II

12-30-09  
Date

  
\_\_\_\_\_  
Signature/Incorporator  
Bruce Grant  
Director, Office of Drug Control

1/11/2010  
Date