

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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-02/15/00--01059--011
*****70.00 *****70.00

CORPORATION(S) NAME

Brandon CVS, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____ 02/15/00
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

FILED
00 FEB 15 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
00 FEB 15 AM 10:51
DEPT. OF CORP. AFFAIRS
TALLAHASSEE, FLORIDA

T. SMITH FEB 15 2000

ARTICLES OF INCORPORATION

OF

Brandon CVS, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FIRST: The name of the corporation is: Brandon CVS, Inc.

SECOND: The street address of the initial principal office, and, if different, the mailing address of the corporation is: One CVS Drive, Woonsocket, Rhode Island.

THIRD: The number of shares the corporation is authorized to issue is: 100 common no par value.

FOURTH: The street address of the initial registered office of the corporation is c/o C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

FIFTH: The names and addresses of the persons who are to serve as initial directors are:

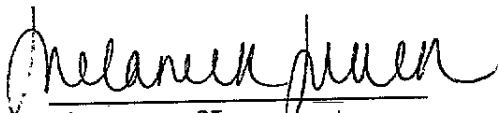
Charles C. Conaway
Daniel C. Nelson
Zenon P. Lankowsky

One CVS Drive Woonsocket RI 02895
One CVS Drive Woonsocket RI 02895
One CVS Drive Woonsocket RI 02895

SIXTH: The name and address of each incorporator is:

Melanie K. Luker, One CVS Drive, Woonsocket RI 02895

SEVENTH: Any other provision required or permitted by law is: n/a


Signature of Incorporator

2/4/2000
Date

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00 FEB 15 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C T Corporation System is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

C T Corporation System

By



PATRICIA A. CANARIO,
SPECIAL ASSISTANT SECRETARY

Date 2.14.2000