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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

POLARIS PHARMACY CORPORATION

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
POLARIS PHARMACY CORPORATION**

The undersigned subscriber to these Articles of Incorporation, is a natural person competent to contract, hereby associate himself to form a corporation under the laws of the State of Florida providing for the formation of a corporation for profit with the powers, rights, privileges and immunities hereinafter mentioned.

ARTICLE I

The name of this Corporation shall be:

POLARIS PHARMACY CORPORATION

ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporation under the Statutes of the State of Florida, and to do any and all the things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, it wit:

- a. The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.
- b. To carry on any or more of the purposes and objects hereunder enumerated as principal, factor, agent, contractor, or otherwise, whether alone or through or in conjunction with any person, partnership, association or corporation.
- c. To carry on its operation and conduct business in any State, in the District of Columbia, and in any territory, dependency or possession of the United States, and in any foreign country.

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ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is seven hundred fifty (750) shares of stock of \$10.00 par value each.

ARTICLE IV

The amount of capital with which this Corporation will begin business shall be no less than \$500.00.

ARTICLE V

The initial post-office address of the principal office of this Corporation in the state of Florida shall be the County of Dade, at 10845 SW 40 Street, Miami, Florida 33175. The Board of Directors, may from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VI

This Corporation is to exist perpetually.

ARTICLE VII

The Registered Agent for this corporation shall be: ANA M. ANGULO, the Registered Agents' Address shall be: 2151 South LeJeune Road, #310, Coral Gables, Florida 33134

ARTICLE VIII

This corporation shall have no less than one (1) Director initially. The number of Directors may be increased or diminished, from time to time by the By-Laws adopted by the Stockholders, but shall never be less than one.

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ARTICLE IX

The names and post-office addresses of the members of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, By-Laws of the Corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified are as follows:

Jorge Martinez
10845 S.W. 40 Street
Miami, Florida 33175

ARTICLE X

The name and post office address of the first Officers of the Corporation, who, subject to the provisions of these Articles of Incorporation, By-Laws of the Corporation, and the Laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and have qualified are as follows:

JORGE MARTINEZ - President
10845 S.W. 40th Street
Miami, Florida 33175

MARTA CELIA MARTINEZ - Vice President/Secretary/Treasurer
10845 S.W. 40th Street
Miami, Florida 33175

ARTICLE XI

The name and post-office address of the subscriber to these Articles of Incorporation is:

JORGE MARTINEZ
10845 S.W. 40th Street
Miami, Florida 33175

ARTICLE XII

Both Stockholders and Directors shall have the powers to hold their meetings and to have one

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or more offices within or without the State of Florida, and to keep the books of this Corporation at such offices as the Stockholders and Directors shall determine, subject to the provisions of the Florida Statutes.

ARTICLE XIII

All rights conferred to stockholders herein are granted subject to the right the Corporation reserves to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner explained in Article XIV of this Certificate.

ARTICLE XIV

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the Stock holders and approved at a Stockholder's Meeting by a majority of the stock entitled to vote, thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I being the original subscriber and incorporator of this Corporation for the purposes of forming a Corporation, do make and file these Articles of Incorporation with the Secretary of State of the State of Florida, and accordingly set my hands and seal this 28th day of February, 2000.


JORGE MARTINEZ

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT**

Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

POLARIS PHARMACY CORPORATION
2. The name and address of the registered agent is:

ANA M. ANGULO
2151 South LeJeune Road, #310
Coral Gables, Florida 33134


JORGE MARTINEZ, President

Date: 2/25, 2000

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STATE OF FLORIDA
TALLAHASSEE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF OUR POSITIONS AS REGISTERED AGENT.


ANA M. ANGULO

Date: 2/28, 2000

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