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ACCOUNT NO. : 072100000032
REFERENCE : 839444 6594A
AUTHORIZATION : Patricia Pizuto
COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 25 PM 12:19

ORDER DATE : September 21, 2000
ORDER TIME : 9:0 AM
ORDER NO. : 839444-035
CUSTOMER NO: 6594A
CUSTOMER: Donald J. Kahn, Esq
Green Kahn & Piotrkowski, Pa
317 71st Street
Miami Beach, FL 33141

200003402032--9

DOMESTIC FILING

NAME: USA PRESCRIPTION, INC.

EFFECTIVE DATE: 9/22/00

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133
EXAMINER'S INITIALS:

RECEIVED
00 SEP 25 AM 9:21
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

JR 9/25/00

EFFECTIVE DATE

9/22/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 SEP 25 PM 12:19

ARTICLES OF INCORPORATION

OF

USA Prescription, Inc.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

USA Prescription, Inc.

The address of the principal office of this corporation shall be 9601 Collins Avenue, #603, Balharbour, Florida 33154, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 317 71st Street, Miami Beach, Florida 33141, and the name of the initial registered agent of the corporation at that address is Donald J. Kahn.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

The effective date is September 22, 2000.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Vincent Chhabra	9601 Collins Avenue, #603
Pres./Vice Pres./Sec.	Balharbour, Florida 33154
Treas./Dir.	

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company has hereunto set their hand and seal of Corporation Service Company on September 22, 2000.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

CLD/jkg

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DEPARTMENT OF CORPORATIONS

00 SEP 25 PM 12:19

DONALD J. KAHN, Esq., an individual residing in this State having a business office identical with the registered office of the corporation named below and having been designated as the registered agent in the above and foregoing Articles of Incorporation of:

USA Prescription, Inc.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.9505, Florida Statutes.



DONALD J. KAHN

DONALD J. KAHN