

PO1000095215

TRANSMITTAL LETTER

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

100004614521--4
-09/27/01--01100--002
*****78.75 *****78.75

SUBJECT: Palm Springs Pharmacy, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Richard L. Pietschman Jr CPA,
Name (Printed or typed)

3046 Martin Street
Address

Orlando, Florida 32806
City, State & Zip

407 375-1050
Daytime Telephone number

FILED
01 SEP 27 AM 10: 20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

*Raw 3
10/1/01*

FILED

ARTICLES OF INCORPORATION

01 SEP 27 AM 10: 20

In compliance with Chapter 607 and/or Chapter 621, F.S. (Pro) SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE ONE: The name of this Corporation shall be PALM SPRINGS
PHARMACY, INC.

ARTICLE TWO: The existence of the Corporation shall be perpetual.

ARTICLE THREE: The nature of the business and the objects and purposes to
be transacted, promoted and carried on are to engage in any lawful act or activity for
which corporations may be organized under the Florida General Corporation Act.

ARTICLE FOUR: The amount of total capital stock of the Corporation shall
be divided into one thousand (1,000) shares with no-par value.

ARTICLE FIVE: The street address of the initial Registered Office shall be
3046 Martin Street, Orlando, Florida 32806, and the initial Registered Agent at that
address shall be Richard L. Pietschman, Jr., CPA.

ARTICLE SIX: The street address of the initial Principle Office of the
Corporation shall be : 1250 W.State Road 434. Ste#1000 Longwood, FL 32750

ARTICLE SEVEN: The number of Officers/Directors constituting the initial
Board of Directors shall be one. The names and addresses of the person who shall serve
as the member of the initial Officers/Board of Directors is as follows:

Khaled H. El Shafei Pres./Sec. 1250 W.State Road 434 STE#1000 Longwood, FL 32750

ARTICLE EIGHT: The name and address of the person signing these Articles
of Incorporation as Incorporator is Khaled H. El Shafei.

ARTICLE NINE: All of the Corporation's Authorized Capital Stock will be one class
"Common Stock" and be considered Small Business Stock under IRC Section 1244.

ARTICLE TEN: All of the issued stock of all classes shall be subject to the
following restrictions on transfer. Each stockholder shall offer to the corporation or to
other stockholders of the Corporation a thirty (30) day "first right" option to purchase
his/her stock.

ARTICLES OF INCORPORATION
OF
PALM SPRINGS PHARMACY, INC.
(continued)

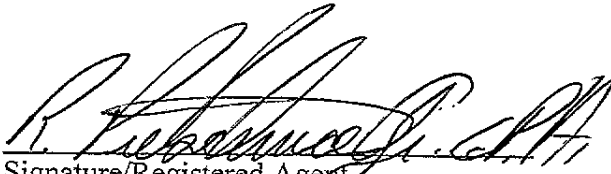
ARTICLE TEN:(cont.) Upon the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to his/her death on the terms set forth above, and this provision shall be binding on the Executor, Administrator, or Personal Representative of each stockholder.

ARTICLE ELEVEN: The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE TWELVE: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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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
Richard L. Pietschman, Jr., CPA

9/26/01
Date


Signature/Incorporator
Khaled H. El Shafei

9/26/01
Date