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Attorney at Law

A chartered professional association

January 9, 2002

P02000005300

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

800004774628--6
-01/15/02-01011-005
*****122.50 *****78.75

Re: 01-098; **FLORIDA RX, INC.**

Dear Sirs:

EFFECTIVE DATE

1-9-02

Enclosed herewith please find the original and one copy of Articles of Incorporation for **FLORIDA RX, INC.** as well as our check in the amount of \$122.50 to cover the cost of filing, registered agent and certification of the copy.

Please return the copy after endorsing your approval thereon.

Very truly yours,

Greg Clark/ko

Gregory D. Clark

GDC/ko
enc.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JAN 11 AM 10:17

jc

**ARTICLES OF INCORPORATION
FLORIDA RX, INC.**

ARTICLE I. NAME

The name of this corporation is **FLORIDA RX, INC.**

EFFECTIVE DATE
1-9-02

FILED
CLERK OF STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 JAN 11 AM 10:17

ARTICLE II. COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 607.0203 Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE III. DURATION

This corporation shall exist perpetually, commencing on the date of the subscription and acknowledgment of the Articles of Incorporation.

ARTICLE IV. PURPOSE

This corporation is organized for the following purposes:

A. For the transaction of any and all lawful business.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) common shares of \$10.00 (dollars) par value capital stock.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any new capital stock of the same kind, class or series, as that which he or she already holds, shall have the preemptive right to purchase his or her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered agent of this corporation is 1201 S. Highland Avenue, Suite 9, Clearwater, FL 33756. The name of the initial registered agent for this corporation at that address is **Gregory D. Clark, Esq.**

ARTICLE VIII. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under that authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE IX. INCORPORATOR

The name and address of the persons signing these Articles of Incorporation are:

DAVID A. CORBIN
3031 W. Cypress Street
Tampa, FL 33609

ARTICLE X. INDEMNIFICATION

This corporation shall indemnify any officer or any former officer, to the full extent as provided for by law.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto. Any rights conferred upon the shareholders are subject to this reservation.

ARTICLE XII. MAILING ADDRESS

The mailing address for the corporation shall be:

3031 W. Cypress Street
Tampa, FL 33609

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 9th day of JANUARY, 2002.

David A. Corbin
DAVID A. CORBIN

STATE OF FLORIDA


COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DAVID A. CORBIN, known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and is personally known to me or has produced a driver's license as identification.

9th WITNESS my hand and official seal in the County and State last aforesaid this day of JANUARY, 2002.

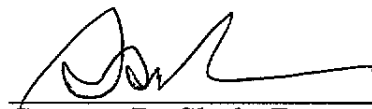
Kristin K. Osmon
Notary Public

My commission expires:

 Kristin K Osmon
My Commission CC750805
Expires July 8, 2002

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for **FLORIDA RX, INC.**, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law relative to keeping this office open dated this 9 day of Jan., 2002.



Gregory D. Clark, Esq.

FILED
STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
02 JAN 11 AM 10:17