UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

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		April 24, 2002
	DO RX	CORPORATION NAME (S) AND DOCUMENT NUMBER
Ą	Filing Evidence	Type of Document
	☑ Plain/Confirmation Cop	y □ Certificate of Status ≥ ⊆ ≥
	□ Certified Copy	□ Certificate of Good Standing
		□ Articles Only
		□ All Charter Documents To Include
	Retrieval Request	Articles & Amendments
	□ Photocopy	□ Fictitious Name Certificate
	□ Certified Copy	Other AMENDMENTS Amendment
	NEW FILINGS	AMENDMENTS
х	Profit	Amendment O
	Non Profit	Resignation of RA Officer/Director
	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal
	Other	Merger
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	OTHER FILINGS	REGISTRATION/QUALIFICATION************************************
	Annual Reports	Foreign
	Fictitious Name	Limited Liability
	Name Reservation	Reinstatement
	Reinstatement	Trademark
		Other

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ARTICLES OF INCORPORATION

OF

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Rx FINANCIAL CORP.

SECRETARY OF STATE TALLAHASSEE FLORIDA

The undersigned subscriber hereby files these Articles of Incorporation with the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit in accordance with the Florida Business Corporation Act, Chapter 607 of the Florida Statutes.

ARTICLE ONE NAME AND MAILING ADDRESS OF CORPORATION

The name of this corporation is Rx FINANCIAL CORP. (the "Corporation"). The mailing address of the Corporation is 5613 Macallan Drive, Tampa, Florida 33625.

ARTICLE TWO CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of no par value common stock.

ARTICLE THREE CORPORATE EXISTENCE AND DURATION

The period of duration of the Corporation shall be perpetual commencing on the date of execution and acknowledgement of these Articles.

ARTICLE FOUR INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 201 N. Franklin Street, Suite 2600, Tampa, Florida 33602, and the initial registered agent is John J. Agliano, Esquire. The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may, from time to time, change the registered agent of the Corporation.

ARTICLE FIVE NAME AND ADDRESS OF INCORPORATOR

The name and street address of the incorporator is: John J. Agliano at 201 N. Franklin Street, Suite 2600, Tampa, Florida 33602.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23" day of April, 2002.

John J. Agliano, Incorporator

ACCEPTANCE BY REGISTERED AGENT

John J. Agliano, Esquire, having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

John J. Agliano, Esquire, Registered Agent

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