POQUITALIFIER JOE SECRETARY 13 PM 1:00

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

500005505606--05/13/02--01036--001

*****78.75 *****78.75

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00

\$78.75

Filing Fee

Filing Fee

& Certificate of Status

\$78.75

□ \$87.50

Filing Fee & Certified Copy

Filing Fee, Certified Copy

& Certificate of

Status

ADDITIONAL COPY REQUIRED

Robert E. Louk

Name (Printed or typed)

11555 Henow Bay Bart Suite 200

CORAL SPRINGS, Florida 33076

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

ARTICLES OF INCORPORATION OF UPHARM MANAGEMENT, INC.

FILED 02 MAY 13 PM 1:00

SECRETARY OF STATE

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

UPHARM MANAGEMENT, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS COPORATION SHALL BE:

5793 NW 119 TERRACE CORAL SPRINGS, FLORIDA 33076

ARTICLE III CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS ONE THOUSAND (1,000) SHARES HAVING A PAR VALUE OF ONE DOLLAR (1.00) PER SHARE.

ARTICLE IV INITIAL BOARD OF DIRECTORS

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION IS ONE (1). THE NUMBER OF DIRECTORS MAY EITHER BE INCREASED OR DECREASED FROM TIME TO TIME BY AN AMENDMENT OF THE BY-LAWS BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS ARE:

KENNETH B. RITCHEY **5793 NW 119 TERRACE** CORAL SPRINGS, FLORIDA 33076

ARTICLE V INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

ROBERT E. LONG 11555 HERON BAY BLVD. SUITE 200, CORAL SPRINGS, FLORIDA 33076

These Articles of Incorporation Prepared by: Robert E. Long 11555 Heron Bay Blvd. Suite 200, Coral Springs, Florida 33076 (954) 603-0480

FILED

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS 13 PM 1: 00

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

SECRETARY OF STATE TALLAHASSEE FLORIDA

ROBERT E. LONG

11555 HERON BAY BLVD. SUITE 200, CORAL SPRINGS, FLORIDA 33076

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS DATE:

MAY 8th, 2002

ROBERT E. LONG, INCORPORATOR

<u>CERTIFICATE OF DESIGNATION</u> REGISTERED AGENT/REGISTERED OFFICE

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 UPHARM MANAGEMENT, INC.
- 2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

ROBERT E. LONG 11555 HERON BAY BLVD. SUITE 200, CORAL SPRINGS, FLORIDA 33076

SIGNATURE

TITLE

INCORPORATOR

DATE: MAY 8TH, 2002

HAVING BEEN NAMED REGISTERED AGENT 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 STATEUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

REGISTERED AGENT

DATE: MAY 8TH, 2002