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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 24 PM 4: 08

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May 22, 2002

Via Federal Express

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

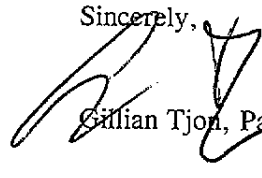
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*****78.75 *****78.75

Re: Central Florida Pharmacy, Inc.

Dear Sir or Madam:

Enclosed are an original and a copy of the Articles of Incorporation for Central Florida Pharmacy, Inc. and a check for \$78.75 which covers the filing fee, the Designation of Registered Agent and the cost of a certified copy. If you have any questions, feel free to give me a call at (407) 426-7595.

Sincerely,


Gillian Tjon, Paralegal

Enclosures

5-24
for
(5)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

CENTRAL FLORIDA PHARMACY, INC.

The undersigned incorporator delivers these Articles of Incorporation to form a corporation under the laws of the Florida Business Corporation Act.

ARTICLE I

Name. The name of this corporation is:

CENTRAL FLORIDA PHARMACY, INC.

ARTICLE II

Principal Office. The principal office and mailing address of this corporation is 1314 Green Cove Road, Winter Park, Florida 32789.

ARTICLE III

Business and Activities. This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE V

Term of Existence. This corporation shall have perpetual existence.

ARTICLE VI

Initial Registered Office and Agent. The street address of the initial registered office of the corporation is 450 South Orange Avenue, Suite 510, Orlando, Florida 32801, and the name of the initial registered agent of the corporation at that address is Warren S. Bloom.

ARTICLE VII

Number of Directors. This corporation shall have [1] Director initially. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The Directors may authorize and require the payment of the reasonable expenses incurred by Directors in attending meetings of the Directors. Nothing in this Article shall be construed to preclude the Directors from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name(s) and street address(es) of the initial Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Edward Webman	1314 Green Cove Rd. Winter Park, Florida 32789

ARTICLE IX

Incorporator. The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Edward Webman	1314 Green Cove Rd., Winter Park, Fl

ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this corporation.

ARTICLE XI

Amendment to Articles. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

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

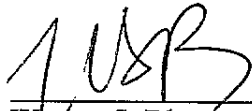
IN WITNESS WHEREOF, the undersigned does set his hand and seal and he acknowledges that he filed the foregoing Articles of Incorporation under the laws of the State of Florida this 22nd day of May, 2002.



Edward Webman
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for CENTRAL FLORIDA PHARMACY, INC., at the place designated in this certificate, I hereby accept the appointment as Registered Agent as set forth in the Florida Business Corporation Act and agree to act in this capacity. I further agree to comply with the provisions of all statutes 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.



Warren S. Bloom

Date: May 22, 2002

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