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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.
GLOBAL DISCOUNT PRESCRIPTIONS OF CANADA, INC.

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I. NAME

The name of this Corporation shall be:
GLOBAL DISCOUNT PRESCRIPTIONS OF CANADA, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, of ONE DOLLAR (\$1.00) par value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than ONE HUNDRED DOLLARS (\$100).

ARTICLE V. TERM OF EXISTENCE

The Corporation is to have perpetual existence.

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ARTICLE VI. ADDRESS

The initial street address in the State of Florida of the principal office of the Corporation shall be: 1295 SE PORT ST LUCIE BLVD., PORT ST LUCIE, FLORIDA 34952 board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This Corporation shall have TWO Director(s) initially. The number of Directors may be either increased or diminished by the Bylaws adopted by the Shareholders but shall never be less than one. The name and address of the initial Director(s) of this Corporation:

GEOFF E. BRYANT	STEVEN A BETTS
3150 NORTH AIA	1529 SE MARIANA ROAD
UNIT 101	PORT ST LUCIE ,FL 34952
FORT PIERCE, FL. 34949	

ARTICLE VIII. INCORPORATOR(S)

The names and addresses of the Incorporator(s):

GEOFF E. BRYANT	STEVEN A. BETTS
3150 N AIA UNIT 101	1529 SE MARIANA ROAD
FORT PIERCE, FL 34949	PORT ST LUCIE, FL 34952

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and Shareholders.

ARTICLE X, AMENDMENT

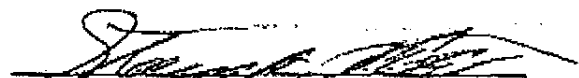
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholder subject to this reservation.

ARTICLE XI. SUB-CHAPTER S CORPORATION

This Corporation may be a Sub-Chapter S Corporation, as defined by the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned as subscribing Incorporators, have hereunto set our hands and seals this 20 DAY OF June, 2003 for the purpose of forming this Corporation under the laws of the State of Florida, and hereby make and file in the office of the Secretary of this State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.


PRESIDENT: GEOFF BRYANT


VICE PRESIDENT: STEVEN A. BETTS

STATE OF FLORIDA
COUNTY OF *St. Lucie*

EVELYN L. POWELL
Notary Public, State of Florida
My comm. exp. Oct. 10, 2004
Comm. No. CC 972046

Evelyn L. Powell

SWORN TO AND SUBSCRIBED BEFORE ME THIS 20 DAY OF June 2003

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ARTICLE XII. REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent GEOFF E. BRYANT located at 3150 N. ALA UNIT 101
FORT PIERCE, FLORIDA 34949 at this position as signed
below:



GEOFF E. BRYANT

UNIT 101

The Registered Office will be located at: 3150 N. ALA, FORT
PIERCE, FLORIDA 34949.



GEOFF E. BRYANT

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