

PO4000046011

MICHAEL MAGRUDER, ESQ.  
203 S. CLYDE AVE.  
KISSIMMEE, FL 34741

(Address)

(City/State/Zip/Phone #)

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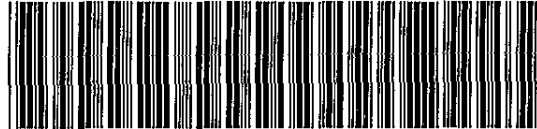
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

04 MAR -8 PM12:04

FILED

**ARTICLES OF INCORPORATION  
OF  
OSCEOLA PHARMACEUTICALS, INC.**

**FILED**

04 MAR -8 PM 12: 04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I  
Corporate Name**

The name of the corporation is OSCEOLA PHARMACEUTICALS, INC..

**ARTICLE II  
Duration**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III  
Purpose**

This corporation is organized to engage in the receipt, packaging, storage, sale and shipment of pharmaceuticals, supplements, vitamins, lotions of any and all kind and the storage, sale and shipment of health care related products and to any and all other activities allowed under Florida law.

**ARTICLE IV  
Capital Stock**

The corporation is authorized to issue 10,000 shares of capital stock with no par value, which shall be designated "Common Shares".

**ARTICLE V  
Initial Registered Office and Agent**

The principal office, and the mailing address of the corporation is:

824 N. Patrick Street, Kissimmee, FL 34741

The name and street address of the initial registered agent of this corporation is:

C. Michael Magruder, Esq.  
203 S. Clyde Ave.  
Kissimmee, FL 34741

**ARTICLE VI:  
Initial Board of Directors**

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time-to-time by the by-laws, but shall never be less than one. The names and addresses of the initial directors are as follows:

Michael R. Nadeau  
824 N. Patrick Street  
Kissimmee, FL 34741

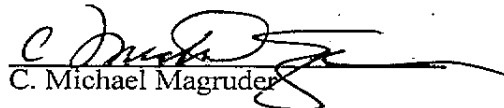
C. Michael Magruder  
203 S. Clyde Avenue  
Kissimmee, FL 34741

### ARTICLE VII Incorporators

The name and address of the incorporator signing these Articles of Incorporation are as follows:

C. Michael Magruder  
203 S. Clyde Ave.  
Kissimmee, FL 34741

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25 day of Feb, 2004.

  
C. Michael Magruder

STATE OF FLORIDA  
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 25 day of February, 2004, by C. Michael Magruder, who is personally known to me and who did/did not take an oath.



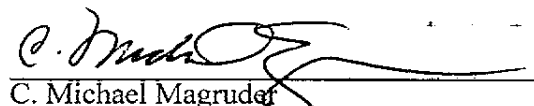
**Crystal Gross**  
Commission #DD183039  
Expires: Mar 18, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

### CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

Certificate of Registered Agent of Osceola Pharmaceuticals, Inc., pursuant to Florida Statutes, sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 203 S. Clyde Avenue, Kissimmee, FL 34741 has named C. Michael Magruder, located at the aforesaid address as its registered agent to accept service of process within this state. Under that acknowledgment having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate and being familiar with the obligations of that position, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law in keeping open said office.

  
C. Michael Magruder