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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.

brothers pharmacy, inc.

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**ARTICLES OF INCORPORATION
OF
BROTHERS PHARMACY, INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation

FILED
MAY 13 2004
15:17
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF MIAMI
FLORIDA

ARTICLE I NAME

The name of the corporation shall be: **BROTHERS PHARMACY, INC.**

The principal place of business of this corporation shall be: **12496 SW 128 ST. BAY, #104
MIAMI, FL 33187**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

500 SHARES OF COMMON STOCK @ \$1.00 PAR VALUE

ARTICLE IV TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officers(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

**ALBERTO E. MEJIA
12496 SW 128 ST. BAY, #104
MIAMI, FL 33187**

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these articles of incorporation is (are):

ALBERTO E. MEJIA
12496 SW 128 ST. BAY, #104
MIAMI, FL 33187

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have)
executed these Articles of Incorporation this 14 day of May, 2004 .

Signature (s) of incorporator(s)



ALBERTO E. MEJIA

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**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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:

BROTHERS PHARMACY, INC.

2. The name and address of the registered agent and office is:

ALBERTO E. MEJIA
12496 SW 128 ST. BAY, #104
MIAMI, FL 33187

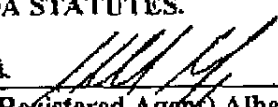
SIGNATURE ^x 

(Corporate Officer)

TITLE: PRESIDENT

DATE: 5/18/04

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT, THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE ^L 

(Registered Agent) Alberto E. Mejia

DATE: 5/18/04

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