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Ps 10/3/06  
Amend / Rest / ne

LAW OFFICES OF  
**JEFF TOMBERG, J.D., P.A.**  
P.O. Box 1426  
626 S.E. 4th Street  
Boynton Beach, Florida 33435

Jeff Tomberg  
Board Certified Civil  
Trial Lawyer

September 27, 2006

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

Re: PILL-TIMER, INC. f/k/a Management Services of America -  
- a King Corporation

Gentlemen:

Enclosed is our check in the amount of \$35.00. Please file the attached  
*Amended and Restated Articles of Incorporation of PILL-TIMER, INC.*  
f/k/a Management Services of America -- a King Corporation, and return  
a copy of the Articles to this office when filed.

Thank you.

Very truly yours,

JEFF TOMBERG

JeT/ah

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AMENDED AND RESTATED  
ARTICLES OF INCORPORATION

of

PILL-TIMER, INC.

f/k/a

MANAGEMENT SERVICES OF AMERICA -- A KING CORPORATION

In accordance with Section 607.1007 of the Florida Statutes, the Articles of Incorporation of MANAGEMENT SERVICES OF AMERICA -- A KING CORPORATION, a Florida corporation (the "Corporation"), are hereby amended and restated (the "Amended and Restated Articles") to read in their entirety as follows:

Article I -- Name

The name of this corporation is PILL-TIMER, INC.

Article II -- Duration

This corporation shall exist for a perpetual period of time.

Article III -- Purpose

This corporation is organized for the purpose of distribution of medications, and transacting any and all business which may be permitted under the laws of the State of Florida, and approved by the Board of Directors.

Article IV -- Capital Stock

This corporation is authorized to issue 2,000,000 shares of common stock at one (.01¢) cent par value.

Article V -- Capital Stock Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the

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outstanding common shares.

#### Article VI -- Preemptive Rights

Every shareholder, upon the sale for cash of any new 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 the issuance of fractional shares) at the price at which it is offered to others.

#### Article VII -- Registered Office and Agent

The street address of the registered office of this corporation is 7700 Congress Ave, Suite 1128, Boca Raton, FL 33487. The name of the registered agent of this corporation at that address is IAN SHENDALE.

#### Article VIII -- Principal Place of Business

The principal place of business is 7700 Congress Ave., Suite 1128, Boca Raton, FL 33487. The mailing address is the same.

#### Article IX -- Board of Directors

This corporation shall have two directors. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than two.

The name and address of the directors of this corporation are as follows:

IAN SHENDALE  
7700 Congress Ave., Suite 1128  
Boca Raton, FL 33487

CRAIG SCHREIBER  
7700 Congress Ave., Suite 1128  
Boca Raton, FL 33487

#### Article X -- Incorporator

The initial incorporator was ALAN LEVIN, who has filed his resignation as an officer and director of this corporation.

The name and address of the person signing these amended articles is:

IAN SHENDALE  
7700 Congress Ave., Suite 1128  
Boca Raton, FL 33487

#### Article XI -- Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide that the Bylaw is not subject to amendment or repeal by the Board of Directors.

#### Article XII -- Amendment to Articles

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Amended and Restated Articles of Incorporation, in the manner now or hereafter prescribed by law, and all rights conferred upon shareholders herein are granted subject to this reservation.

#### Article XII -- Indemnification

The corporation shall indemnify its directors, officers, employees and agents to the full extent permitted by the Florida Business Corporation Act.

The foregoing Amended and Restated Articles were adopted by means of a joint unanimous written consent of the Shareholders and Board of Directors of the corporation dated September 25, 2006, in accordance with the terms of Sections 607.0821 and 607.0704, Florida Statutes.

Attest: \_\_\_\_\_

BY:

Ian Shendale, President

COUNTY OF PALM BEACH


✓ is personally known to me

\_\_\_\_\_ produced \_\_\_\_\_ as identification

who after being duly sworn, on oath deposes and says that he has read the foregoing,  
and the facts contained therein are true to the best of his knowledge.

SWORN TO and subscribed before me this 29th day of September, 2006.

NOTARY PUBLIC, State of Florida  
My Commission expires:

**NOTARY PUBLIC-STATE OF FLORIDA**  
 **Adele Holcomb**  
 Commission # DD446351  
 Expires: AUG. 12, 2009  
 Bonded Thru Atlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED


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The following is submitted pursuant to F.S. 48.091.

PILL-TIMER, INC., organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 7700 Congress Ave, Suite 1128, Boca Raton, FL 33487, has named IAN SHENDALE, located at 7700 Congress Ave, Suite 1128, Boca Raton, FL 33487, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in the Certificate, I hereby agree to accept in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
IAN SHENDALE LS

CERTIFICATE TO AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
PILL-TIMER, INC.  
f/k/a  
MANAGEMENT SERVICES OF AMERICA -- A KING CORPORATION

The undersigned, IAN SHENDALE, President of PILL-TIMER, INC. f/k/a  
MANAGEMENT SERVICES OF AMERICA -- A KING CORPORATION, a Florida  
corporation (the "Corporation"), does hereby certify as follows:

1. In accordance with Section 607.1003, Florida Statutes, the Board of Directors of the Corporation recommended, by written consent on September 25, 2006, the amendment and restatement of the Corporation's Articles of Incorporation as attached hereto, and that the shareholder(s) of the Corporation approve same. The shareholder(s) approved the amendment and restatement of the Articles of Incorporation at a meeting held September 25, 2006, the number of votes cast for the amendment being sufficient for such approval in accordance with Sections 607.1003 and 607.100, Florida Statutes.
2. The undersigned officer of the Corporation has been duly authorized to submit these Amended and Restated Articles of Incorporation of the Corporation to the Department of State of Florida for filing in accordance with Section 607.1007, Florida Statutes.

(seal)

Attest: \_\_\_\_\_

PILL-TIMER, INC.

BY: Ian Shendale, President

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