

**Electronic Articles of Incorporation
For**

**P08000068954
FILED
July 21, 2008
Sec. Of State**

QMED ER, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

QMED ER, INC.

Article II

The principal place of business address:

3420 FAIRLANE FARMS ROAD
SUITE C
WELLINGTON, FL. US 33414

The mailing address of the corporation is:

3420 FAIRLANE FARMS ROAD
SUITE C
WELLINGTON, FL. US 33414

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

200,000,000

Article V

The name and Florida street address of the registered agent is:

NOEL J GUILLAMA
3420 FAIRLANE FARMS ROAD
SUITE C
WELLINGTON, FL. 33414

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: NOEL J. GUILLAMA

Article VI

The name and address of the incorporator is:

NOEL J. GUILLAMA
3420 FAIRLANE FARMS ROAD
SUITE C
WELLINGTON, FL 33414

Incorporator Signature: NOEL J. GUILLAMA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PD
NOEL J GUILLAMA
3420 FAIRLANE FARMS ROAD SUITE C
WELLINGTON, FL. 33414 US

Title: VPD
SUSAN D GUILLAMA
3420 FAIRLANE FARMS ROAD SUITE C
WELLINGTON, FL. 33414 US

Title: VPD
DONALD B COHEN
3420 FAIRLANE FARMS ROAD SUITE C
WELLINGTON, FL. 33414 US

Article VIII

The effective date for this corporation shall be:

07/14/2008