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Division of Corporations Page 1 of 1

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Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Med-Box Technologies, Inc.

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**ARTICLES OF INCORPORATION
OF**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

MED-BOX TECHNOLOGIES, INC.

The undersigned, being desirous of forming a corporation for profit under the laws of the State of Florida, do make, subscribe and acknowledge these Articles of Incorporation, pursuant to Chapter 607 of the Florida Business Corporation Act, as amended (the "Act"), and any other applicable provisions of the laws of the State of Florida, and acts amendatory thereof and supplemental thereto.

FIRST: The name of the corporation is:

Med-Box Technologies, Inc.

SECOND: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Act.

THIRD: The corporation shall be authorized to issue the following shares:

Class Number of Shares Par Value

Common Stock 200 \$0.01

FOURTH: The address of the initial registered office of this corporation in this state is 3677 Central Avenue, Suite A, Fort Myers, Florida 33901 and the name of the registered agent at said address is Mark Theobald.

FIFTH: The street address of the initial principal office of this corporation is 3677 Central Avenue, Suite A, Fort Myers, Florida 33901.

SIXTH: The name and address of the incorporator is as follows:

NAME ADDRESS

Kyle M. Lawrence c/o Moritt Hock Hamroff & Horowitz LLP

400 Garden City Plaza, Suite 202

Garden City, New York 11530

SEVENTH: Any person who was or is a party or is threatened to be made a party to any proceeding (whether or not by or in the right of the corporation), by reason of the fact that he is or was a director or officer of the corporation, or is or was serving at the request of the corporation as a director or officer of another corporation, partnership, joint venture, trust, or other enterprise, shall be entitled to be indemnified by the corporation to the full extent then permitted by law against liability incurred in connection with such proceeding, including any appeal thereof. Such right of indemnification shall inure whether or not the claim asserted is based on matters which antedate the adoption of this Article SEVENTH. Such right of indemnification shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of such a person. The indemnification provided by this Article SEVENTH shall not be deemed exclusive of any other rights which may be provided now or in the future under any provisions currently in effect or hereafter adopted by the By-

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Laws, by any agreement, by vote of stockholders, by resolution of disinterested directors, by provision of law, or otherwise.

EIGHTH: No director of the corporation shall be personally liable to the corporation or any other person for monetary damages for breach of fiduciary duty as a director, except for liability (i) for a violation of criminal law, unless the director has reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful, (ii) for any transaction from which the director directly or indirectly derived an improper personal benefit, (iii) under section 607.144 of the Act, (iv) for conscious disregard of the best interests of the corporation or willful misconduct, or (v) for recklessness or an act or omission which was committed in bad faith or with a malicious purpose or in a matter exhibiting wanton and willful disregard of human rights, safety, or property.

IN WITNESS WHEREOF, the undersigned has subscribed these Articles of Incorporation as of August 31, 2009, in Garden City, New York for the uses and purposes aforesaid.



Kyle M. Lawrence, Incorporator

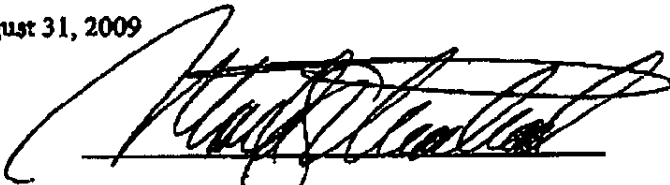
ACCEPTANCE AS REGISTERED AGENT

OF

MED-BOX TECHNOLOGIES, INC.

Having been named to accept service of process for the above 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.

Dated: August 31, 2009



Mark Theobald, Registered Agent

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