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ASHLEY PLAYER
E-MAIL ADDRESS
aplayer@mateerharbert.com

DIRECT LINE (407) 377-6151

June 10, 2016

# VIA FEDERAL EXPRESS

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

Re: Corporate filings - Canyon Medical Pharmacy, Inc.

To whom it may concern:

Please find enclosed an original copy of the Articles of Incorporation for Canyon Medical Pharmacy, Inc. as well as a check in the amount of 87.50 for:

Filing Fee - \$70.00 Certified Copy - \$8.75 Certificate of Status - \$8.75

If you should have any questions or need anything additional to process this request, do not hesitate to contact me directly.

Sincerely,

Ashley Player

Paralegal to James Lussier

JRL/asp (enclosures)

### ARTICLES OF INCORPORATION

### **OF**

# CANYON MEDICAL PHARMACY, INC.

# <u>ARTICLE I</u>

The name of this Corporation is Canyon Medical Pharmacy Inc.

### ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

# ARTICLE III

The Corporation shall have two types of common stock -- voting stock and non-voting stock. The aggregate number of shares of common stock which the Corporation shall have the authority to issue is 90,000 shares without par value. 9,000 shares may be issued as voting shares and 81,000 shares may be issued as non-voting shares. The attributes of each type are identical, as set out below, except that non-voting shares shall not have voting rights:

Voting shares are shares of common stock with all rights attributable thereto, including voting rights of one vote per share, and a pro rata right to distribution of the assets of the Corporation upon dissolution.

Non-voting shares are shares of common stock with all rights attributable thereto, including a pro rata right to distribution of the assets of the Corporation upon dissolution, except that such

shares shall be non-voting shares. The limitation on voting rights shall be noted on each non-voting share certificate.

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# ARTICLE IV

The street address and the mailing address of the place of business of the Corporation is 376 S. Northlake Blvd., Altamonte Springs, FL 32701. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 225 East Robinson Street, Landmark Center II, Suite 600, Orlando, Florida 32801, and the name of the Corporation's initial registered agent to receive service of process is James R. Lussier.

### ARTICLE V

The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the Directors are:

Name	Address
Michael R. MacLeay	376 S. Northlake Boulevard, Suite 1008 Altamonte Springs, Florida 32701
Stephen C. Vogt	376 S. Northlake Boulevard, Suite 1008 Altamonte Springs, Florida 32701
H. Stephen Garner	376 S. Northlake Boulevard, Suite 1008 Altamonte Springs, Florida 32701

### ARTICLE VI

The name and address of the incorporator is James R. Lussier, 225 East Robinson Street, Landmark Center II, Suite 600, Orlando, Florida 32801.

# **ARTICLE VII**

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

# **ARTICLE VIII**

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

James R. Lussier

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on June 10<sup>th</sup>, 2016, by James R. Lussier, who is personally known to me or has produced (type of identification) as identification.



(Affix Notary Seal)

Notary Public - State of Florida

(Typ) or Print Name of Notary)

My Commission Expires: 9/10/19

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Canyon Medical Pharmacy Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 376 S. Northlake Blvd., Suite 1008, Altamonte Springs, Seminole County, State of Florida, has named James R. Lussier as its agent to accept service of process within the State.

# ACKNOWLEDGMENT

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 agree to comply with the provisions of said Act relative to keeping open said office.

James R. Lussier (Registered Agent)

4845-5677-7266, v 1