

P95000071734

AMERILAWYERSM

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

2000001587032

-09/13/95--01040--001

*****50.00 *****70.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):
A & N DISCOUNT PHARMACY, INC.

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time 1:00

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

WU

ARTICLES OF INCORPORATION
OF
A & N DISCOUNT PHARMACY, INC.

RECORDED
INDEXED
FEB 19 1993
80-11147-11-103

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is A & N DISCOUNT PHARMACY, INC., (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 900 Alton Road, Miami Beach, Florida 33139 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is Arnaldo Bulit whose address shall be the same as the principal office of the Corporation.

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Arnaldo Bulit
Secretary:	Arnaldo Bulit
Treasurer:	Arnaldo Bulit



AMERILAWYER
THE AMERICAN LAWYER ASSOCIATION

343 ALUMINIA AVENUE • CORAL GABLES, FL 33134 • (305) 445-2700 • (800) 603-3900 • FAX NUMBER (305) 447-8900
MAILING ADDRESS • POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479

ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Arnaldo Bulit

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



333 AMERILAWYER AVENUE • CORAL GABLES, FL 33134 • (305) 445-2700 • (800) 663-3900 • FACSIMILE (305) 447-8900
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8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 10 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 11 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.



ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 13 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



AMERILAWYER®
INCORPORATED IN FLORIDA

343 ALMERIA AVENUE • CORAL GABLES, FL 33134 • (305) 445-2700 • (800) 603-3900 • FACSIMILE (305) 447-8900
MAILING ADDRESS - POST OFFICE BOX 144179, CORAL GABLES, FL 33114-4179

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 15 September 1995.



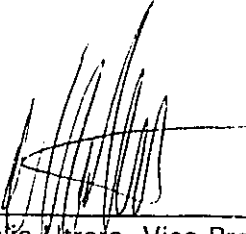
Arnaldo Bulit, Incorporator

95 SEP 19 AM 11:09

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel,
Chartered doing business as
AmeriLawyer®


By: _____
Natalia Utrera, Vice President

ARTIFIC SUB



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P95000071734

AMERILAWYER[®]

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. A & N Discount Pharmacy, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
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REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

RECEIVED
96 MAY 28 AM 10:15
DIVISION OF CORPORATION

FILED

96 MAY 28 PM 12:43

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
A & N DISCOUNT PHARMACY, INC.**

FILED
96 MAY 28 PM 12:43
SEC.
TALL.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	Arnaldo Bulit
Secretary:	Arnaldo Bulit
Treasurer:	Arnaldo Bulit

whose addresses shall be the same as the principal address of the Corporation.

SECOND: Article 5 shall be amended to state:

President:	Isabel Grisel Buzzi
Secretary:	Isabel Grisel Buzzi
Treasurer:	Isabel Grisel Buzzi

whose addresses shall be the same as the principal address of the Corporation.

THIRD: Article 6 of the Articles of Incorporation states Director(s) as:

Arnaldo Bulit

FOURTH: Article 6 shall be changed to state Director(s) as:

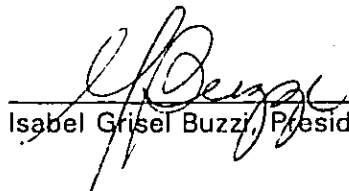


Isabel Grisel Buzzi

whose addressos shall be the same as the principal address of the Corporation.

- FIFTH:** The date of the adoption of this amendment is the 21 May 1996.
- SIXTH:** The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.
- SEVENTH:** This amondment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 21 May 1996.


Isabel Grisel Buzzi, President

ARTAMEND PRES



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P95000071734

GILBERTO V. FORT
ATTORNEY AND COUNSELLOR AT LAW
717 PONCE DE LEON BOULEVARD
SUITE 205
CORAL GABLES, FLORIDA 33134

TEL: (305) 443-0112

FAX: (305) 445-6903

October 11, 1996

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

Re: Document # P95000071734
A & N DISCOUNT PHARMACY, INC.

800001978318--4
-10/17/96--01025--007
*****35.00 *****35.00

Dear Sirs:

Enclosed, please, find:

- 1) Articles of Amendment and Resignation as President, Secretary, Treasurer and Director of Isabel Grisel Buzzi and appointment of new directors and officers of the above corporation.
- 2) Our check No. 2013 in the amount of \$ 35.00 to pay filing fees of said amendment.

Very truly yours,

Gilberto V. Fort
GILBERTO V. FORT

Enclosures
GVF/nl
cc: A & N Pharmacy Discount, Inc.

SH 10/18

FILED
96 OCT 17 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION

OF

A & N DISCOUNT PHARMACY, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the corporation adopts the following Articles of Amendments to its Articles of Incorporation:

1) Article 5 of the Articles of Incorporation provides:

President: Isabel Grisel Buzzi
Secretary: Isabel Grisel Buzzi
Treasurer: Isabel Grisel Buzzi

whose address shall be the same as the principal address of the Corporation

2) Article 5 shall be amended to state:

President: Elvira Alvarez
Secretary: Sergio A. Hernandez
Treasurer: Sergio A. Hernandez

whose addresses shall be the same as the principal address of the Corporation

3) Article 6 of the Articles of Incorporation states Director as:

Isabel Grisel Buzzi

whose address shall be the same as the principal address of the Corporation

4) Article 6 of the Articles of Incorporation shall be changed to state as Directors:

Elvira Alvarez
Sergio A. Hernandez

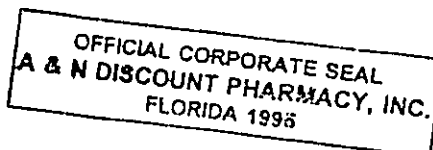
whose addresses shall be the same as the principal address of the Corporation.

5) The date of the adoption of this Amendment is the 1st. of October of A. D. 1996.

6) The Amendment was adopted by the Board of Director. No shareholder action was required for adoption.

7) This Amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 1st. day of October of A. D. 1996.



Elvira Alvarez
Elvira Alvarez, President/Director

Sergio A. Hernandez
Sergio A. Hernandez, Secretary/
Director

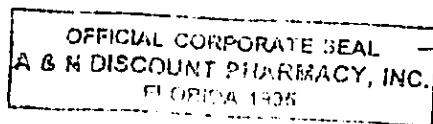
FILED
96 OCT 17 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R E S I G N A T I O N

I ISABEL GRISEL BUZZI, do hereby tender my
resignation as Director, President, Secretary and Treasurer
of A & N DISCOUNT PHARMACY, INC.

a Florida corporation, to take effect at the conclusion of the
Special Meeting of Stockholders, Directors and Officers at which
this resignation is accepted.

DATED: October 1st., A. D. 1996



ISABEL GRISEL BUZZI

The foregoing instrument was acknowledged before me this 1st. day
of October, A. D. 1996, by ISABEL GRISEL BUZZI, who produced
as identification a Florida Driver's License.

Gilberto V. Font
Notary Public

State of Florida at Large
My commission expires on:



GILBERTO V. FONT
Commission #CC346530
Expires Feb 3, 1998
Atlantic Bonding
1-800-732-2245