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HAMPTON, STODDARD, GRIFFIN & RUNNELLS

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

ATTORNEYS AT LAW

915 OAKFIELD DRIVE
SUITE F
BRANDON, FLORIDA 33511
(813) 681-2612
FAX (813) 681-6660

EILEEN HAFEEY GRIFFIN, P.A.
DOUGLAS W. HAMPTON
KENT RUNNELLS, P.A.
RALPH C. STODDARD, P.A.
KRISTIN A. NORSE

205 N. PARSONS AVENUE
BRANDON, FLORIDA 33510

PLEASE REPLY TO:
915 OAKFIELD DRIVE, SUITE F
BRANDON, FLORIDA 33511

September 11, 1995

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

600001584650
-09/14/95--01034--018
*****70.00 *****70.00

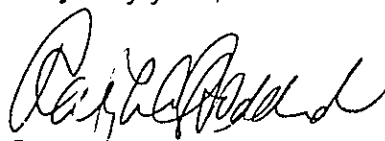
RE: INDEPENDENT PHARMACY BUYERS, INC.

Dear Sir or Madam:

Enclosed for filing with your department are the Articles of Incorporation for the above-styled corporation. Also enclosed is the filing fee in the amount of \$70.00 for the cost of filing.

Please feel free to call my office if you have any questions or comments.

Very truly yours,



Ralph C. Stoddard

RCS:dar
Enclosure

D. BROWN SEP 13 1995

ARTICLES OF INCORPORATION
OF
INDEPENDENT PHARMACY BUYERS, Inc.

FILED
15 SEP 14 PM 2:17
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby subscribe to and form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

1.01 The name of the corporation is Independent Pharmacy Buyers, Inc.

ARTICLE II

NATURE OF BUSINESS

2.01 The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK

3.01 The maximum number of shares of stock that this corporation is authorized to have outstanding at one time is Seven Thousand (7,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. Said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the stockholders at a meeting called for that purpose.

ARTICLE IV

CORPORATE EXISTENCE

4.01 Commencement - The date when corporate existence shall commence shall be upon filing.

4.02 Duration - This corporation shall exist perpetually until dissolved according to law.

ARTICLE V

PRINCIPAL OFFICE

5.01 Principal Office - The post office address of the principal office of this corporation in the State of Florida is

13540 North Florida Avenue, Suite 107, Tampa, FL 33613

ARTICLE VI

NUMBER OF DIRECTORS

6.01 The number of directors of this corporation shall be not less than one (1). The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

NAME AND ADDRESS OF THE BOARD OF DIRECTORS

7.01 Designation - the name, post office addresses and street addresses of the first board of directors who shall serve until the first annual meeting, or until their successors shall have been elected and qualified are:

Brian Bradshaw, 2817 Bramble Ridge Court, Holiday, FL 34691

John Wellborn, 2003 Cimmaron Run Drive, Valrico, FL 33594

ARTICLE VIII
INCORPORATOR

8.01 The name and address of the incorporator to these Articles of Incorporation is:

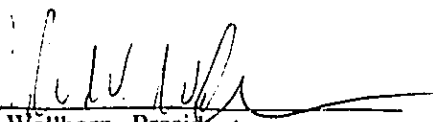
John Wellborn, 2003 Cimmaron Run Drive, Valrico, FL 33594

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

John Wellborn, 2003 Cimmaron Run Drive, Valrico, FL 33594

The undersigned has executed these Articles of Incorporation this 9th day of September, 1995.



John Wellborn, President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this ____ day of September, 1995, by John Wellborn,

____ who is personally known to me or
____ who produced FL. D.L. _____ as identification

and who did/did not take an oath.

NOTARY PUBLIC, State of Florida

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is: Independent Pharmacy Buyers, Inc.
2. The name and address of the registered agent and office is:

John Wellborn, 2003 Cimmaron Run Drive, Valrico, FL 33594

SIGNATURE

TITLE

DATE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE