

P9600002291

Phil Perry  
Post Office Box 821008  
South Florida, Florida  
33082-1008

SECRET  
1-27-2005  
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OFFICE USE ONLY

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

1. Ex. A. 101  
(Corporation Name) (Document #)
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NEW FILINGS	
Profit	
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Limited Liability	
Domestication	
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AMENDMENTS	
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Resignation of R.A., Officer/Director	
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Trademark	
Other	

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

**December 15, 1995**

**PHIL PERRY**  
**POST OFFICE BOX 821008**  
**SOUTH FLORIDA, FL 33082-1008**

**SUBJECT: RXALERT**  
**Ref. Number: W95C00024465**

**We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:**

**The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.**

**Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.**

**If you have any questions concerning the filing of your document, please call (904) 487-6878.**

**Terri Buckley**  
**Corporate Specialist**

**Letter Number: 195A00054294**

CERTIFICATION OF INCORPORATION

OF

RxAlert *Corp.*

RECORDED  
FILED  
JAN 2 11 8 51  
TALLAHASSEE FLORIDA

I, the undersigned, in order to form a corporation under the laws of the State of Florida, for the purposes hereinafter specified, do hereby subscribe to this Certificate of Incorporation.

I. The name of the corporation shall be: RxAlert *Corp.*

II. The general nature of the business shall be transacted by said corporation is as follows:

RxAlert is an association of Licensed Consulting Pharmacists, which analyzes medications for drug-drug and drug-food interactions against Standard Professional Pharmaceutical References. We can individualize a Drug Regimen Review of all your (a) Prescription Medication, (b) Over-The Counter medication and (c) Vitamin preparations or any combination of the above, to determine if interactions exist between any single and multiple medications.

To engage in any activity or business permitted under the laws of the United States of America and of the State of Florida. To do all or any of the things necessary, suitable, useful, proper or admissibly for the accomplishment of any of the purpose of, or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in connection with other firms, individuals or corporations, either in this State or throughout the United States, and elsewhere and to do any other act or acts thing or things incidental or pertinent to or connected with the business herein before described, or any part of parts thereof, if not inconsistent with the laws of the State under which this corporation is organized.

III. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is Ten Thousand (10,000) shares of Common stock of the par value of \$1.00 per share.

IV. The existence of this corporation shall be perpetual by state laws of Florida.

V. The county in which the principle office of this corporation shall be located is in the County of Dade, State of Florida. The post office address of the principle office of this corporation is: Suite 204, Biscayne Building, 19 West Flagler Street, Miami, Florida, 33130

VI. The number of directors comprising the Board of Directors of this corporation shall be ( 3 ).

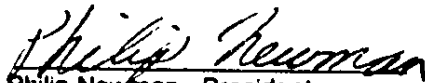
VII. The name and street address of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified are as follows:

David Moskovitz, Post Office Box 821008, South Florida, Florida, 33082-1008  
Philip Newman, Post Office Box 821008, South Florida, Florida, 33082-1008  
Phillip Perry, Post Office Box 821008, South Florida, Florida, 33082-1008

VIII. The names and street addresses of each subscriber to this Certificate of Incorporation and the number of shares which they agree to take are as follows:

NAME	ADDRESS	NUMBER OF SHARES
David Moskovitz,	1000 Post Office Box 821008, South Florida, Florida, 33082-1008	
Philip Newman,	1000 Post Office Box 821008, South Florida, Florida, 33082-1008	
Phillip Perry,	1000 Post Office Box 8210008, South Florida, Florida, 33082-1008	

IX. The names and street addresses of the officers of this corporation who shall hold office for the first year of the corporation's existence or until their successors are elected and qualified are as follows:

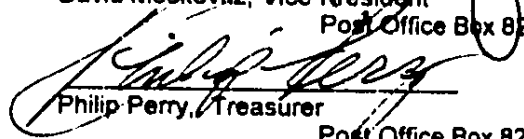


Philip Newman, President

Post Office Box 8210008, South Florida, Florida, 33082-1008

  
David Moskovitz, Vice President

Post Office Box 8210008, South Florida, Florida, 33082-1008

  
Phillip Perry, Treasurer

Post Office Box 8210008, South Florida, Florida, 33082-1008

X. The amount of capital with which this corporation shall begin business is the sum of Three Thousand Dollars (\$3,000.00).

XI. The Resident Agent is Philip Newman. The Principle offices of the corporation are at Suite 204, Biscayne Building, 19 West Flagler Street, Miami, Florida, 33130

IN WITNESS WHEREOF, I have hereunto set my hands and seal this 20 day of November, 1995.

Philip Newman \_\_\_\_\_

(Seal)

STATE OF FLORIDA COUNTY OF DADE  
BEFORE ME, the undersigned authority, personally appeared <sup>DAVID MUSKOVITZ</sup> Philip Newman and Philip PEARAY to me well known to be the persons described and herein and who executed the foregoing

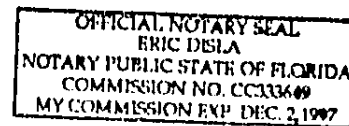
Certificate of Incorporation, and they did then and there acknowledge before me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

Notary:

Eric D. Sla \_\_\_\_\_

My Commission expires:

12/2/97 \_\_\_\_\_



P96000002291

LAW OFFICES  
PAUL M. MARMISH, P.A.  
2666 TIGHTTAIL AVENUE  
SUITE 102  
COCONUT GROVE, FLORIDA 33133  
(305) 858-2097  
FAX (305) 858-2624

June 13, 1996

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
\*\*\*\*\*

Secretary of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Amendment to Articles of Incorporation  
RXALERT CORP.

Ladies and Gentlemen:

Please find enclosed herewith duplicate executed originals of the Amendment to Articles of Incorporation of RxAlert Corp., together with our firm check payable to your order in the amount of \$35.00, which represents the filing fee for said Amendment to Articles of Incorporation.

Your courtesy and cooperation in this regard is most appreciated.

Sincerely yours,



PAUL M. MARMISH  
For the Firm

PMM/rmr  
Enclosure

SH 6/21  
Amend.

FILED  
96 JUN 17 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
RXALERT CORP.

FILED  
JUN 20 1996  
EFFECTIVE DATE  
6-20-96

WHEREAS, by a duly conveyed Joint Meeting of the Directors and Shareholders of RXALERT CORP., a Florida corporation, held on the 13th day of June, 1996, all the Directors and Shareholders did authorize an Amendment to the Articles of Incorporation changing the purpose of the Corporation, the principal office of the Corporation, and the number of directors of the Corporation.

NOW THEREFORE, this Amendment, effective as of 20th day of June, 1996, is hereby made:

Existing Articles II, V, and VI be and the same are hereby deleted in their entirety and the following Article II, V and VI substituted in their place and stead:

ARTICLE II  
PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V  
PRINCIPAL PLACE OF BUSINESS FOR CORPORATION

The address of the initial principal office of the Corporation is: 1561 SW 151<sup>st</sup> Avenue, Pembroke Pines, FL 33027, which may be changed from time to time by majority vote of the Board of Directors..

ARTICLE VI  
BOARD OF DIRECTORS

The Corporation shall have two Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws adopted by the majority vote of the Shareholders of the Corporation.

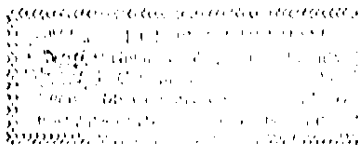




IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Florida, this 13<sup>th</sup> day of June, 1996.

*Delores J. Sullivan*  
NOTARY PUBLIC, State of Florida

My Commission Expires:



STATE OF FLORIDA)

) ss:

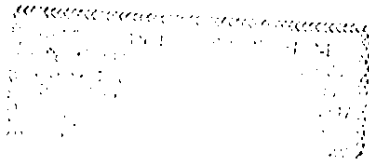
COUNTY OF DADE )

Personally appeared before me this 13<sup>th</sup> day of June, 1996, David Moskovitz, as Vice-President, Shareholder and Director of RXALERT CORP., to me known to be the person who executed and signed the foregoing Amendment to Articles of Incorporation, who acknowledged before me that he, as such Vice-President, Shareholder and Director being duly authorized so to do, acknowledged the foregoing Amendment to the Articles of Incorporation for the uses and purposes therein expressed; that the corporate seal is affixed thereto as the official act of said Corporation, and that he produced a Florida Driver's License as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Florida, this 13<sup>th</sup> day of June, 1996.

*Delores J. Sullivan*  
NOTARY PUBLIC, State of Florida

My Commission Expires:





# P96000002291

D MOSKOVITZ  
1514 SW 149th Ave  
Pembroke Pines fl  
33027

Office Use Only

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

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(Corporation Name) (Document #)

- Walk in     Pick up time \_\_\_\_\_     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

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OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
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Other	

FILED  
97 MAR 18 PM 2:45  
SECRETARY OF STATE  
TALAHASSEE, FLORIDA

SH 3/21

Examiner's Initials

ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: RX ALERT INC.

Letter # 396A00730922 EFFECTIVE 6/20/96

SECOND: The date dissolution was authorized: 11 MARCH 1997

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

The number of votes cast for dissolution was sufficient for approval by

\_\_\_\_\_ (voting group)

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

Signature Philip Newman  
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Philip Newman  
(Typed or printed name)

Chairman  
(Title)

FILED  
97 MAR 18 PM 2:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA