

P96000007826

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TALLAHASSEE, FLORIDA

Amended  
3/23

# WPM

**WORLD PHARMACEUTICAL MANAGEMENT INC.**

A COMPREHENSIVE RESOURCE FOR THE INDUSTRY

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2100 E. HALLANDALE BEACH BLVD., SUITE 208  
HALLANDALE, FLORIDA 33009 - U.S.A.  
TELEPHONE: (954) 456-2662 FAX: (954) 456-2992

HECTOR J. LOPEZ PARDO  
PRESIDENT

February 25, 2004

Florida Department of State  
Division of Corporations  
Attn.: Amendment Section  
409 E. Gaines Street  
Tallahassee, FL 32399

**RE: Filing of Amended Articles of Incorporation of WORLD  
PHARMACEUTICAL MANAGEMENT, INC.**

**EIN: 65-0635660**

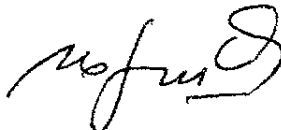
Dear Sir/Madam:

I wish to file the Amended Articles of Incorporation of WORLD  
PHARMACEUTICAL MANAGEMENT, INC.

Please find enclosed the Amended Articles of Incorporation, the Transmittal Letter  
and Check # 1743 for \$ 52.50 payable to the Florida Department of State covering  
the corresponding filing fees.

Under penalty of perjury, I declare that the facts presented in this amendment are,  
to the best of my knowledge and belief, true, correct, and complete.

Sincerely,



Hector J. Lopez-Pardo

Enclosed: 1) AMENDED ARTICLES OF INCORPORATION OF WORLD PHARMACEUTICAL MANAGEMENT, INC.  
2) TRANSMITTAL LETTER  
3) Check # 1743 TransCapital Bank



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 12, 2004

HECTOR J. LOPEZ-PARDO  
WORLD PHARMACEUTICAL MANAGEMENT, INC.  
3890 PEMBROKE ROAD  
HOLLYWOOD, FL 33021

SUBJECT: WORLD PHARMACEUTICAL MANAGEMENT, INC.  
Ref. Number: P96000007826

We have received your document for WORLD PHARMACEUTICAL MANAGEMENT, INC. and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must have original signatures.

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 (850) 245-6882.

Maryanne Dickey  
Document Specialist

Letter Number: 004A00016736

**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** AMENDMENT OF ARTICLES OF INCORPORATION OF I WORLD PHARMACEUTICAL MANAGEMENT, INC.

**DOCUMENT NUMBER:** LETTER NUMBER: 796A00003291

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Hector J. Lopez-Pardo

(Name of Person)

World Pharmaceutical Management, Inc.

(Name of Firm/ Company)

3890 Pembroke Road,

(Address)

Hollywood, Florida 33021

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Hector J. Lopez-Pardo

(Name of Person)

at ( 954 ) 232-9964

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☒ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

FILED  
04 MAR 23 PM 2:26  
TALLAHASSEE, FLORIDA

(Name of corporation as currently filed with the Florida Dept. of State)

Pursuant to the provisions of section 607.1006, Florida Statutes, this ***Florida Profit Corporation*** adopts the following amendment(s) to its Articles of Incorporation:

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

ARTICLE 3 - PRINCIPAL OFFICE OF THE CORPORATION: CHANGE OF ADDRESS

ARTICLE 4 - INCORPORATOR: CHANGE OF ADDRESS

ARTICLE 5 AND 6 - OFFICERS: ADDITION OF 3 OFFICERS/DIRECTORS AND THEIR ADDRESSES

**ARTICLE 12 - REGISTERED OFFICE: CHANGE OF ADDRESS OF THE REGISTERED OFFICE**

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

**AMENDED ARTICLES OF INCORPORATION**  
**OF**  
**WORLD PHARMACEUTICAL MANAGEMENT, INC.**

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 WORLD PHARMACEUTICAL MANAGEMENT, 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 3890 Pembroke Road, Hollywood, FL 33021 and the mailing address are the same.

**ARTICLE 4 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Héctor J. López-Pardo  
3890 Pembroke Road  
Hollywood, Florida 33021

**ARTICLE 5 - OFFICERS**

The officers of the Corporation shall be:

President: Héctor J. López-Pardo  
Secretary: Susana M. López  
Treasurer: Andrea S. López  
Director: Guillermo H. López  
Director: Pablo H. López  
Director: Ignacio F. López

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

#### **ARTICLE 6 - DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Héctor J. López-Pardo  
Susana M. López  
Andrea S. López  
Guillermo H. López  
Pablo H. López  
Ignacio F. López

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

#### **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.

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 Sub-chapter 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 thereof, 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 3890 Pembroke Road, Hollywood, FL 33021. The name and address of the registered agent of this Corporation is Hector J. Lopez-Pardo whose address is 3890 Pembroke Road, Hollywood, FL 33021.

#### **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 Amended 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 .

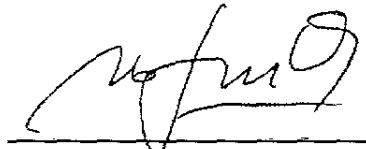
**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Amended Articles of Incorporation under the laws of the State of Florida, this 25 February 2004.



Héctor J. López-Pardo  
Incorporator

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

Hector J. Lopez-Pardo having a business office whose address is identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Amended Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Héctor J. López-Pardo  
Registered Agent

The date of each amendment(s) adoption: FEBRUARY 25, 2004

Effective date if applicable: FEBRUARY 25, 2004  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

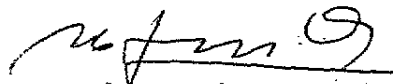
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by  
\_\_\_\_\_"  
(voting group)

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 25 day of FEBRUARY, 2004

Signature



(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

HECTOR J. LOPEZ-PARDO

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

**FILING FEE: \$35**