

LAW OFFICES
OF

GERALD K. BURTON, P.A.

GERALD K. BURTON, ESQ.

P9600000 99345

10 FAIRWAY DRIVE
SUITE 305
DEERFIELD BEACH, FLORIDA 33441

954/428-4166
FAX 954/428-1070

November 21, 1996

Department of State
Division of Corporations
409 E. Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

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-12/12/96--01101--011
***122.50 ***122.50

Re: Incorporation of HRx, Inc.

Ladies/Gentlemen:

Enclosed please find the following for the purpose of incorporation:

1. Original and one copy of the Articles of Incorporation
2. Original and one copy of the Certificate Designating Registered Agent/Registered Office
3. Check/Money Order in the amount of ONE HUNDRED TWENTY TWO DOLLARS AND 50/100 (\$122.50) representing:

\$70.00 - Filing Fee

\$52.50 - Fee for Certified copy of Articles.

Please forward documents to the undersigned in the enclosed pre-addressed, stamped envelope.

Thank you for your prompt attention in this regard.

Very truly yours,

Gerald K. Burton, Esq.
For the Firm.

Enclosures

W96-25256

Dmc
12/3/96

~~109~~

FILED
95 DEC -9 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 3, 1996

GERALD K. BURTON, ESQUIRE
10 FAIRWAY DRIVE SUITE 305
DEERFIELD BEACH, FL 33441

SUBJECT: HRX, INC.
Ref. Number: W96000025256

We have received your document for HRX, INC. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

Please sign and return your check, along with a copy of this letter to ensure your check is properly credited.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 396A00054191

ARTICLES OF INCORPORATION

OF

HR_x, Inc.

The Undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

FILED
96 DEC -9 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is:

HR_x, Inc.

The address of the corporation is:

11115 Southwest 154th Place
Miami, Florida 33196

County of Dade

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in or transacting any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue FIVE HUNDRED (500) shares of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent is:

Gerald K. Burton
10 Fairway Drive, Suite 305
Deerfield Beach, Florida 33441

County of Broward

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name(s) and address(es) of director(s) are as follows:

Nadine Lewis
11115 Southwest 154th Place
Miami, Florida 33196

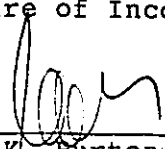
ARTICLE VII - INCORPORATORS

The name and address of the undersigned incorporator to these Articles of Incorporation is as follows:

Gerald K. Burton, Esq.
10 Fairway Drive, Suite 305
Deerfield Beach, Florida 33441

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20th day of November, 1996.

Signature of Incorporator



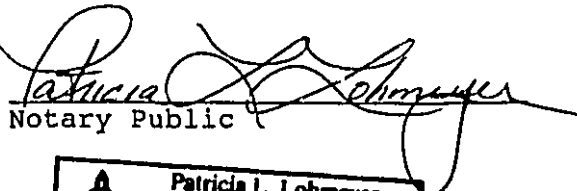
Gerald K. Burton, Esq.

STATE OF FLORIDA

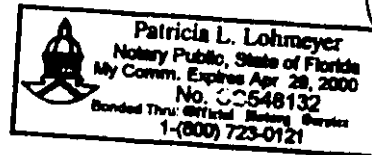
COUNTY OF BROWARD

)
) SS:
)

THE FOREGOING instrument was acknowledged and sworn to before me this 21st day November, 1996, by Gerald K. Burton, Esq., incorporator of HR_x, Inc. who is personally known to me or who has provided the following identification: _____.


Notary Public

My Commission Expires:



**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

HRx, Inc.

2. The name and address of the registered agent and office is:

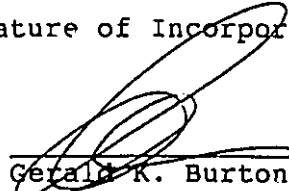
Gerald K. Burton
10 Fairway Drive, Suite 305
Deerfield Beach, Florida 33441

County of Broward

Signature of Incorporator

Date

Nov 21, 1996

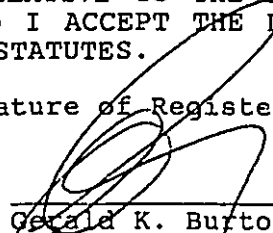

Gerald K. Burton, Esq.

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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature of Registered Agent

Date

Nov 21, 1996


Gerald K. Burton