

DEC-12-1996 11:01 AM

EMPIRE CORPORATE KIT

P.01/01

S

11:01 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H96000017350 5))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: G.M. PHARMACY

AUDIT NUMBER.....H96000017350

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:28:51

RECEIVED

96 DEC 13 AM 8:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96 DEC 13 AM 10:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/13/96

③

ARTICLES OF INCORPORATION
OF
G.M. PHARMACY, INC., a Florida Corporation

H96000017350

ARTICLE I-NAME

The name of this Corporation is G.M. PHARMACY, INC., a Florida Corporation

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing

ARTICLE III-PURPOSE

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

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 100 shares of Ten Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V-REGISTERED OFFICE AND AGENT AND CORPORATE ADDRESS

The name and street address of the initial registered office of this Corporation is Gisella P. Moncayo, 8320 S.W. 23rd Street, Miami, Florida. The initial corporate address of this corporation is 8320 S.W. 23rd Street, Miami, Florida 33155.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have TWO (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than TWO (2). The names and addresses of the initial Directors are:

Names:

Gisella P. Moncayo

Address:

8320 S.W. 23rd Street
Miami, Florida 33155

This Document Prepared By:
RODRIGUEZ LOPEZ-GARCIA
Jorge L. Lopez-Garcia, Esq.
777 Brickell Avenue, Suite 950
Miami, FL 33131 (305) 358-7600 FL Bar No. 0261683

H96000017350

H96000017350

ARTICLE VII-BYLAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X-INCORPORATOR

The person signing these articles is Gisella P. Moncayo located in 8320 S.W. 23rd Street, Miami, Florida 33155.

ARTICLE XI-AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

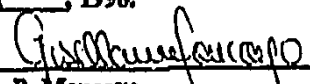
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 10 day of December, 1996.


Gisella P. Moncayo

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this 10 day of December, 1996.


Gisella P. Moncayo

H96000017350