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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIQUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: RAPID RX, INC.

AUDIT NUMBER.....H96000018061

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

CERT. OF STATUS..1

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

September 26, 1996

ROBERT SURIS
250 CATALONIA AVENUE SUITE 501
CORAL GABLES, FL 33134

ACA

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TALLAHASSEE, FLORIDA

The name RAPID RX, INC. has been reserved for 120 days beginning September 26, 1996. The reservation number is R96000004600 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

~~Robin Moore~~
Emily Prince

Letter number: 896A00044251

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Division of Corporations - P.O. BOX 6927 - Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 27, 1998

CORPORATE CREATIONS INTL INC.

MIAMI, FL

SUBJECT: RAPID FX, INC.
REF: W96000027077

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

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

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000018061
Letter Number: 496A00057493

A large, stylized handwritten signature in black ink, likely belonging to Terri Buckley, the Corporate Specialist mentioned in the letter.

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**ARTICLES OF INCORPORATION
OF
RAPID RX, INC., a Florida Corporation**

ARTICLE I- NAME

The name of this Corporation is RAPID RX, 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 One Million (1,000,000) shares of One Penny (\$.01) 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 Jose A. Rodriguez, 777 Brickell Avenue, Suite 950, Miami, Florida 33131. The initial corporate address of this corporation is 250 Catalonia Avenue, Suite 501, Coral Gables, Florida 33134.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a 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 ONE (1). The election of Directors

Document Prepared By:
Jose A. Rodriguez, Florida Bar Number 0989444
777 Brickell Avenue, Suite 950
Miami, Florida 33131
Tel. (305) 377-1218 Fax (305) 358-7601

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TALLAHASSEE, FLORIDA

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shall be done in accordance with the By-Laws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name and address of the initial Directors are:

NAME

ADDRESS

Robert J. Suris, Jr.

250 Catalonia Avenue, Suite 501
Coral Gables, Florida 33134

Marshal Bellin

250 Catalonia Avenue, Suite 501
Coral Gables, Florida 33134

ARTICLE VII- BYLAWS

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

ARTICLE VIII- INDEMNIFICATION

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

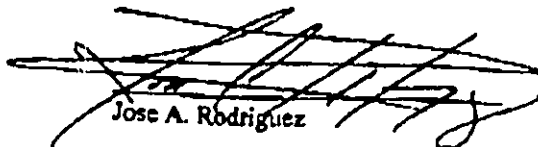
ARTICLE IX- INCORPORATOR

The person signing these articles is Jose A. Rodriguez, Esq. whose address is 777 Brickell Avenue, Suite 950, Miami, Florida 33131.

ARTICLE X- 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 23rd day of December, 1996.


Jose A. Rodriguez

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Jose A. Rodriguez, Florida Bar Number 0989444
777 Brickell Avenue, Suite 950
Miami, Florida 33131
Tel. (305) 377-1218 Fax (305) 358-7601

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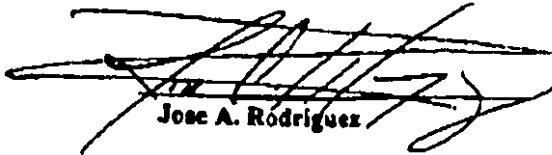
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STATE OF FLORIDA

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 23rd day of December, 1996.


Jose A. Rodriguez

Document Prepared By:
Jose A. Rodriguez, Florida Bar Number 0019444
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