

JAN-07-1997 .11:

1/07/97

H97000001406

FLORIDA PUBLIC SERVICE COMMISSION
ELECTRONIC FILING COVER SHEET

((H97000000288 5))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PHARMEX CORPORATION

AUDIT NUMBER.....H97000000288

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

CBRT. OF STATUS..0

PAGES..... 4

CBRT. 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. **

** INVALID SELECTION...PLEASE RE-ENTER **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

97 JAN -7 PM 2:24
FILED
NUM CAPS Connect 00:06:45
TALLAHASSEE, FLORIDA

1/7/97
11

H97000000288

ARTICLES OF INCORPORATION

OF

PHARMEX CORPORATION

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

- FIRST: The name of the Corporation is Pharmex Corporation (the "Corporation").
- SECOND: The principal office address and mailing address of the Corporation is 3300 S.W. 46th Avenue, Suite 1, Davie, Florida 33314.
- THIRD: The Corporation is authorized to issue 10,000 shares of common stock, par value \$.001 per share.
- FOURTH: The street address of the initial registered office of the Corporation is 608 S.E. 6th Street, Suite 7, Fort Lauderdale, Florida 33301 and the registered agent at that address is Heather D. Witters.
- FIFTH: The names and addresses of the incorporators of the Corporation are: Steven Lica, 3300 S.W. 46th Avenue, Suite 1, Davie, Florida 33314, Reid Gray, 3300 S.W. 46th Avenue, Suite 1, Davie, Florida 33314 and Robert R. Boyle 3300 S.W. 46th Avenue, Suite 1, Davie, Florida 33314.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have three directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial directors of the Corporation are: Steven Lica, 3300 S.W. 46th Avenue, Suite 1, Davie, Florida 33314, Reid Gray, 3300 S.W. 46th Avenue, Suite 1, Davie, Florida 33314 and Robert R. Boyle 3300 S.W. 46th Avenue, Suite 1, Davie, Florida 33314.
- EIGHTH: The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act,

CLIENT ID: 11111111
970102

HEATHER WITTERS, ESQ.
FBN. 779547
608 S.E. 6th St.
Ft. Laud., FL 33301
(954) 768-9910

H97000000288

H9700000288

as amended from time to time, relating to affiliated transactions.

NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

TENTH: The corporate existence of the Corporation shall commence on January 7, 1997.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of January, 1997.



Steven L. Lee, Incorporator



Reid Gray, Incorporator



Robert R. Boyle, Incorporator

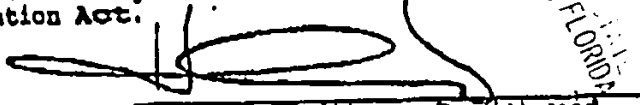
H9700000288

H97 000000288

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT
OF
PHARMEX CORPORATION

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

97 JAN 24
FILED
TALLAHASSEE, FLORIDA



Heather D. Witters, Registered Agent

H97 000000288