

**CORPORATE
ACCESS,
INC.**

977000032979

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

WALK IN

PICK UP

4/24/97



CERTIFIED COPY

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FILING

Profit

- 1.) Adams' Pharmacy, Inc.
(CORPORATE NAME & DOCUMENT #)
- 2.) FREDDY L. ADAMS, INC.
(CORPORATE NAME & DOCUMENT #)
- 3.) _____
(CORPORATE NAME & DOCUMENT #)
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*****70.00 *****70.00

FILED
97 APR 24 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 APR 21 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K.R. APR 25 1997

SPECIAL INSTRUCTIONS

697-9537

K.R. APR 24 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 24, 1997

CORPORATE ACCESS, INC.
1116-D THOMASVILLE ROAD
MOUNT VERNON SQUARE
TALLAHASSEE, FL 32303

SUBJECT: ADAMS' PHARMACY, INC.
Ref. Number: W97000009537

*Corrected
4/24/97*

We have received your document for ADAMS' PHARMACY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 597A00021209

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RECEIVED

ARTICLES OF INCORPORATION

OF

FREDDY L. ADAMS, INC.

FILED
97 APR 24 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under the laws of the State of Florida and states as follows:

ARTICLE I

NAME

The name of the corporation is:

FREDDY L. ADAMS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the corporation is:

1238 27th Street W
Riviera Beach, FL 33404

ARTICLE III

DURATION

This corporation shall commence existence upon the filing of these Articles of Incorporation, and continue in existence perpetually thereafter.

ARTICLE IV

PURPOSE

This corporation is organized for the purposes of engaging in the retail and wholesale selling of pharmaceuticals and general drug store products; and in general and specialized financial transactions and investments; to do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms,

or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or the purpose or the attainment of the objects or the furtherance of such proposes or objects of the Corporation; and to exercise those powers, rights, and procedures set forth in Chapter 607, Florida Statutes, Florida General Corporation Act, and for the purposes of transacting any or all lawful business.

The foregoing paragraph shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

ARTICLE V
CAPITAL STOCK

This Corporation is authorized to issue a maximum of 100,000 shares of a common class stock with \$.10 par value per share.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

1238 27th Street W
Riviera Beach, FL 33404

The name of the initial registered agent of this corporation at that address is:

Freddy Adams

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. However, the number of directors may be either increased or diminished from time to time in accordance with this corporation's by-laws, but there shall never be less than one director. The name and address of the initial director of this corporation is:

Freddy Adams
1238 27th Street W
Riviera Beach, FL 33404

ARTICLE VIII
INCORPORATOR

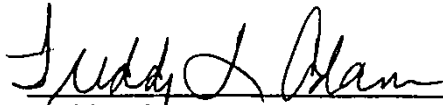
The names and mailing addresses of the undersigned incorporator signing these Articles of Incorporation is:

Freddy Adams
1238 27th Street W
Riviera Beach, FL 33404

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of April, 1997.

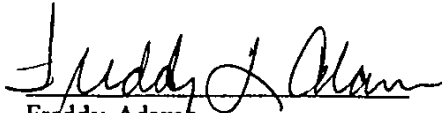


Freddy Adams

**CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON
WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for FREDDY L. ADAMS, INC.
at the place designated in its Articles of Incorporation, I agree to act in this capacity and
to comply with the provisions of Section 6907.0505 of the Florida Statutes.

DATED: April 22, 1997



Freddy Adams
Registered Agent
1238 27th Street W
Riviera Beach, FL 33404

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97 APR 24 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA