

P970000 42378

William Snowdon
7045 Silvermill Drive
Tampa, FL 33635

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -9 PM 1:34

May 5, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

500002172925--1
-05/09/97--01073--010
*****70.00 *****70.00

RE: INCORPORATION OF A PROFIT CORPORATION

To Whom It May Concern:

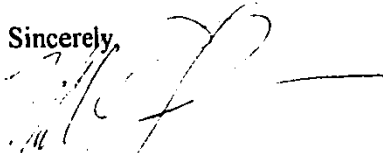
Enclosed please find the articles of incorporation and a certificate of designation of registered agent/registered office.

Also enclosed is a check for \$70.00 for the following:

\$35.00 Filing Fee
\$35.00 Designation of Registered Agent

Please contact me if anything else is needed.

Sincerely,



William Snowdon
Incorporator

RP
S.B. 97

ARTICLES OF INCORPORATION

OF

VRX, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -9 PM 1:34

ARTICLE I

NAME

The name of the Corporation is VRX, Inc.

ARTICLE II

ADDRESS

The initial mailing address is 7045 Silvermill Dr., Tampa, FL 33635

ARTICLE III

CAPITAL STOCK

The corporation is authorized to issue 100,000 shares of \$.01 par value common stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7045 Silvermill Dr., Tampa, FL 33635, and the name of its initial registered agent of this corporation at that address is William Snowdon.

ARTICLE V

INCORPORATOR

The name and address of each person signing these Articles is:

William Snowdon 7045 Silvermill Dr.
Tampa, FL 33635

ARTICLE VI

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE VII

DURATION

This corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have one director 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. The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
William Snowdon	7045 Silvermill Dr. Tampa, FL 33635

ARTICLE IX

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata 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

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE XII

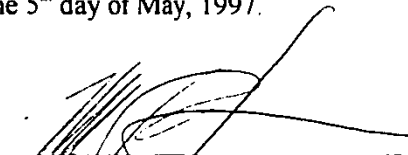
AMENDMENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY -9 PM 1:34


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the 5th day of May, 1997.


William Snowdon

STATE OF FLORIDA
COUNTY OF PINELLAS

Sworn to and subscribed before me this 5th day of MAY, 1997, by William Snowdon, who is personally known to me.

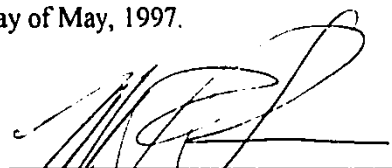

Notary Public



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of VRX, Inc., which is contained in the foregoing Articles of Incorporation.

Dated this 5th day of May, 1997.


William Snowdon
as Registered Agent

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY -9 PM 1:34

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:

VRX, Inc.

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

William Snowden

(NAME)

7045 Silvermill Dr.

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tampa, FL 33635

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

5/5/97
(DATE)