

P9800000 2414

DODEK & CO

Telephone (954) 970-4403

Fax (954) 978-1415

2208 Cypress Bend Drive S # 101  
Pompano Beach, FLORIDA 33069

EFFECTIVE DATE

1/2/98

December 12, 1997

Secretary of State  
Articles of Incorporation  
Florida Department of State  
New Filing Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

100002383151--1  
-01/07/98--01097--015  
\*\*\*\*131.25 \*\*\*\*131.25

Gentlemen:

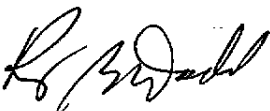
Enclosed please find the proposed articles of incorporation for the following:

Pharmaceutical Consultants, Inc.

Enclosed is check for \$ 131.25 for the filing fee and for the Certificates of Good Standing  
of the above referenced corporation.

Thank you for your attention.

Sincerely,



Robert B. Dodek

98 JAN -7 PM 12:46  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TM-1/9/98

**ARTICLES OF INCORPORATION  
OF  
PHARMACEUTICAL CONSULTANTS, INC.**

**ARTICLE I**

The name of the corporation shall be: PHARMACEUTICAL CONSULTANTS, INC.

**ARTICLE II**

The corporation may engage in any activity or business permitted under the laws of the United States and of this state .

**ARTICLE III**

1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 50,000 shares of common stock having \$.10 par value.

2. The capital may be paid for with property, labor or services, at a just valuation to be fixed by the incorporators, or by the directors at a meeting called for such purposes or at the organization meeting.

3. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services to be fixed by the directors of the company.

**ARTICLE IV**

Except as otherwise provided by the law, the entire voting power for the election of directors and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE V**

The corporation shall become effective January 2, 1998. The existence of the corporation is perpetual.

**ARTICLE VI**

The street address of the initial registered office of this corporation is: 2208 Cypress Bend Drive S # 101 Pompano Beach, Florida 33069. And the initial registered agent of this corporation at the above address is: Robert Dodek

EFFECTIVE DATE

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TALLAHASSEE, FLORIDA

## **ARTICLE VII**

The business of the corporation shall be managed by a Board of Directors consisting of not less than one or more than nine(9) persons.

## **ARTICLE VIII**

The name and street address of the member of the first Board of Directors who, unless provided by the Articles of Incorporation, or by the by-laws, shall hold office for the first year of existence of the corporation, or until his/her successor is elected or appointed and have qualified, is as follows:

**NAME**  
Seymour Siegel

**ADDRESS**  
804 Cypress Grove Lane  
Pompano Beach, Florida 33169

## **ARTICLE IX**

The name and street address of the party signing the Articles of Incorporation as subscribed as follows:

**NAME**  
Seymour Siegel

**ADDRESS**  
804 Cypress Grove Lane  
Pompano Beach, Florida 33169

## **ARTICLE X**

The principal office Address of the corporation is:

804 Cypress Grove Lane  
Pompano Beach, Florida 33169

## **ARTICLE XI**

The Board of Directors shall be elected at the annual meeting of the shareholders of the corporation by a majority vote of those shareholders attending said meeting in person or by Proxy.

## ARTICLE XII

This corporation reserves the right to amend or repeal any provision 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 incorporator has executed these articles of Incorporation this 12 day of December 19 97

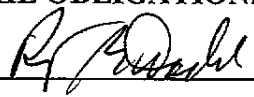
  
Seymour Segel

### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is: Pharmaceutical Consultants, Inc.
2. The name and address of the registered agent and office is:  
Robert Dodek  
2208 Cypress Bend Drive S #101  
Pompano Beach, Florida 33069

**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.**

  
\_\_\_\_\_

DATE: 12/12/97

RECEIVED  
98 JAN -7 PM 12:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA