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Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

April 28, 1998

RE: MED.USA PHARMACEUTICAL INC.

Dear Sir / Madam:

Enclosed please find the original and a copy of the proposed Articles of Incorporation for Med.USA Pharmaceutical Inc., along with the filing fee of one hundred twenty-two dollars and fifty cents (\$122.50). Please return the Articles and return a filed stamped copy of the same to my office in the enclosed self-addressed stamped envelope.

Thank you.

Sincerely,

F. Kemi Oguntebi

F. Kemi Oguntebi, Esquire

FILED
98 APR 30 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAY 1 1998

**ARTICLES OF INCORPORATION OF
MED.USA PHARMACEUTICAL INC.**

**ARTICLE ONE
NAME**

EFFECTIVE DATE
5-1-98

The name of the corporation is MED.USA PHARMACEUTICAL INC.

**ARTICLE TWO
PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 2044 East Bears Avenue #215, Tampa, Florida 33613. The mailing address of the corporation is 2044 East Bears Avenue #215, Tampa, Florida 33613.

**ARTICLE THREE
CORPORATE DURATION**

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence is from May 1st, 1998.

**ARTICLE FOUR
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of exporting and importing Pharmaceutical products from the United States to different other countries and to transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with with or auxiliary to the preceding business.
2. To transact any and all lawful business for which corporation may be incorporated under the Florida Business Corporation Act.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

**ARTICLE FIVE
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1000). Such shares shall be of single a class, and shall have a par value of \$1.00 (One Dollar) per share or be without par value.

ARTICLE SIX

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**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 109 N. Armenia Avenue, Tampa, Florida 33609, and the name of its initial registered agent at such address, is Fehintola Oguntebi.

**ARTICLE SEVEN
DIRECTORS**

The number of directors constituting the corporation's initial board of directors is 2 (Two). The name and address of each person who is to serve as a member of the initial board of directors is:

Name	Address
Christian Agbeli	2044 East Bears Avenue #215 Tampa, Florida 33613
Margaret Abraham	2044 East Bears Avenue #215 Tampa, Florida 33613

**ARTICLE EIGHT
INCORPORATORS**

The name and address of each incorporator is:

Christian Agbeli	2044 Bears East Bears Avenue #215 Tampa, Florida 33613
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Executed by the undersigned at TAMPA FL on 4/28/98


CHRISTIAN AGBELI

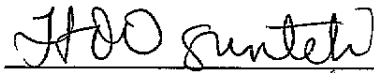
REGISTERED AGENT REGISTERED OFFICE

***PURSUANT TO THE PROVISIONS OF SECTION 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
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.***

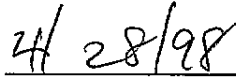
1. The name of the corporation is MED.USA PHARMACEUTICAL Inc..
2. The name and address of the registered agent and office is:

**Fehintola Oguntebi
109 N. Armenia Avenue
Tampa, Florida 33609**

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



Fehintola Oguntebi



Date

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