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ACCOUNT NO. : 072100000032

REFERENCE : 107307 6179A

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Piggitt

ORDER DATE : January 21, 1999

ORDER TIME : 10:51 AM

ORDER NO. : 107307-020

200002999132--8

CUSTOMER NO: 6179A

CUSTOMER: Mr. Lance B. Friedman
Weiss & Handler, P.a.
Suite 218 A
2255 Glades Road
Boca Raton, FL 33431-7383

DOMESTIC AMENDMENT FILING

NAME: KINGS POINT COMMUNITY
PHARMACY, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS: _____

FILED
99 SEP 28 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 SEP 20 PM 12:06
TALLAHASSEE, FLORIDA

C. COULLETTE SEP 28 1999

FILED
99 SEP 28 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE I of the Articles of Incorporation of
KINGS POINT COMMUNITY PHARMACY, INC. shall be amended to read as
follows:

ARTICLE I. NAME

The name of the corporation shall be:

KINGS POINT COMMUNITY PHARMACY, INC.

ARTICLE VI. OFFICERS

The name and addresses of the officers of
the corporation who shall hold office for the first year
of the corporation, or until their successors are elected
or appointed are:

Henry B. Handler Sec.	2255 Glade Road, Suite 218A Boca Raton, Florida 33431-7383
Michael Hyman Vice Pres.	same
Barry Halperin Pres./Treas.	same

ARTICLE VIII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Henry B. Handler Dir.	2255 Glades Road, Suite 218A Boca Raton, Florida 33431-7383
Michael Hyman Dir.	same
Barry Halperin Dir.	same

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 27th day of September, 1999.

CORPORATION SERVICE COMPANY/INCORPORATOR

Deborah D. Skipper
It's Agent, Deborah D. Skipper

jkg