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671-1741

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Winchar Pharmacies, Inc.
(Corporation Name) (Document #)
2. P99000015561
(Corporation Name) (Document #)
3. P99000015561
(Corporation Name) (Document #)
4. P99000015561
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

300002778143--1
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****122.50 *****78.75

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
99 FEB 17 PM 12:02
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

FILED
99 FEB 15 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

T. SMITH FEB 17 1999

ARTICLES OF INCORPORATION

OF

WINCHAR PHARMACIES, INC.

ARTICLE I

The name of this corporation shall be WINCHAR PHARMACIES, INC.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including specifically that permitted by Chapter 607, Florida Statutes.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Hundred (100) Shares of Common Stock having a normal or par value of One Dollar and No/100 (\$1.00) per share.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

ARTICLE IV

The initial Registered Office of this corporation shall be 4701 N. Federal Highway, Suite 316, Lighthouse Point, FL 33064. The initial registered agent of this corporation shall be Dolores K. Sanchez, Esquire.

ARTICLE IV

The number of directors constituting the initial Board of Directors shall be one (1). The name and address of the persons serving on the initial Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
WINSTON THOMPSON	1311 SW 102nd Avenue Pembroke Pines, FL 33025

The number of Directors may be increased or decreased from time to time by a unanimous resolution of the Stockholders but shall never be less than one (1).

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The name and address of the Incorporator of these Articles of Incorporation is:

WINSTON THOMPSON 1311 SW 102nd Avenue
Pembroke Pines, FL 33025

ARTICLE VII

The principle office is 1311 SW 102nd Avenue, Pembroke Pines, FL 33025. The mailing address of the corporation is 1311 SW 102nd Avenue, Pembroke Pines, FL 33025.

ARTICLE VIII

The corporation shall have perpetual existence.

ARTICLE IX

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE X

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI

The power to adopt, amend, alter, or repeal the by-laws of this corporation shall be vested in the Directors and Shareholders provided that such amendment is in compliance with the Laws of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in this 15th day of FEBRUARY, 1999.

Winston D. Thompson
WINSTON THOMPSON

STATE OF FLORIDA

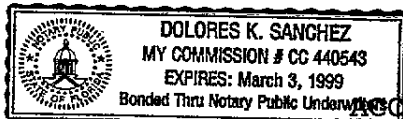
COUNTY OF BROWARD

SS:

I HEREBY CERTIFY that on this day, in the State and County named above, before me, an officer duly authorized and acting, personally appeared WINSTON THOMPSON who is known to me personally or who has produced _____ as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed said Articles of Incorporation for the purposes and reasons set out therein.

WITNESS my hand and official seal this 15th day of FEBRUARY, 1999.

D. K. Sanchez
Notary Public, State of Florida
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

I, Dolores K. Sanchez, designated as Registered Agent of WINCHAR PHARMACIES, INC. in the Articles of Incorporation of said corporation, do hereby accept appointment as such at the registered office designated in Article IV, to-wit: 4701 N. Federal Highway, Suite 316 Lighthouse Pt., FL 33064

D. K. Sanchez
DOLORES K. SANCHEZ

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