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LAZARUS CORPORATE FILING SERVICE, INC.

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LOCAL REPRESENTATIVE TALLAHASSEE

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*****78.75 *****78.75

OFFICE USE ONLY

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

1. LEE'S PHARMACIES, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED
99 MAY 11 PM 1:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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

Examiner's Initials

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**ARTICLES OF INCORPORATION
OF
LEE'S PHARMACIES, INC.**

The undersigned subscriber to these Articles of Incorporation a natural person competent to contract hereby associates himself to form a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the corporation shall be:

LEE'S PHARMACIES, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the corporation shall be:

2801 Ponce De Leon Blvd., Suite 680, Coral Gables, FL 33134

**ARTICLE III
NATURE OF BUSINESS**

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

**ARTICLE IV
CAPITAL STOCK**

The corporation shall be authorized to issue one hundred (100) shares of stock. The share of stock authorized shall have a par value of \$ 1.00 per share.

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Every original incorporating stockholder upon the sale for cash, property or services or new shares or shares authorized but unissued, shall have the right to purchase a pro-rata share thereof at the price at which it is offered to others, which price in case of par value shares may be in excess of par.

The transfer of shares may be restricted as provided for in the by-laws as adopted by stockholders or by other agreement between the parties thereto.

ARTICLE V
AMOUNT OF CAPITAL

The amount of capital with which this corporation shall begin business shall be no less than \$ 100.00.

ARTICLE VI
TIME OF EXISTENCE

This corporation shall commence as of the date of filing of these Articles with the Secretary of State and shall have power to have succession by its corporate name perpetually.

ARTICLE VII
INITIAL REGISTERED AGENT

The Street Address of the Initial Registered Office of this Corporation is 2801 Ponce De Leon Blvd., Suite 680, Coral Gables, Fl 33134 and the name of the Initial Registered Agent of this Corporation at address is M. ARSHID SHAH.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) 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.

ARTICLE IX
INCORPORATORS

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

M. ARSHID SHAH
2801 Ponce De Leon Blvd., #680
Coral Gables, Florida 33134

ARTICLE X
BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI
AMENDMENTS

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that certain amendments of these Articles of Incorporation be made.

✓ 
M. ARSHID SHAH

Articles of Incorporation
LEE'S PHARMACIES, INC.
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STATE OF FLORIDA }
COUNTY OF DADE }

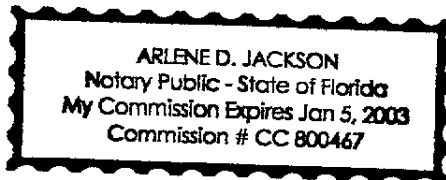
BEFORE ME, the undersigned authority, personally appeared M. ARSHID
SHAH, well known to me to be the person who voluntarily executed the foregoing
Articles of Incorporation and who executed same for the purposes stated therein.

SWORN TO AND SUBSCRIBED before me, this 7th day of MAY
1999, at Miami, Dade County, Florida.



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT
UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE**

In compliance with Section 607.0501, of the Florida Statutes, the following is
submitted:

LEE'S PHARMACIES, INC.

Under the laws of the State of Florida, with its principal place of business in the City
of Coral Gables, County of Dade, State of Florida, has named **M. ARSHID SHAH**
located at 2801 Ponce De Leon Blvd., Suite 680, Coral Gables, County of Dade,
State of Florida, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated
Corporation, at the place designated in this Certificate, I hereby accept to act in this
capacity, and agree to comply with the provisions of said Act relative to keeping
open said office.

DATED, this 7th day of May, 1999.

M. Arshid Shah
M. ARSHID SHAH
Resident and Registered Agent

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TALLAHASSEE FLORIDA

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