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FLORIDA PROFIT CORPORATION OR P.A.

MEAPRIS PHARMACY DISCOUNT, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 13, 1999

FAS-T

SUBJECT: MEAPRIS PHARMACY DISCOUNT, INC.
REF: W99000028408

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

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Neysa Culligan
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FAX Aud. #: H99000031649
Letter Number: 199A00058534

**ARTICLES OF INCORPORATION
OF
MEAPRIS PHARMACY DISCOUNT, INC.**

ARTICLE I-NAME

The name of this corporation is MEAPRIS PHARMACY DISCOUNT, INC.
319 WEST 15TH STREET HIALEAH FL. 33012 SHALL BE PRINCIPAL PLACE OF
ARTICLE II-DURATION BUSINESS

This corporation shall have perpetual existence commencing at the filing of the Articles of
Incorporation with Department of State.

ARTICLE III-PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 60 shares of No par value common stock.

ARTICLE V-RIGHTS-UPON LIQUIDATION OR DISSOLUTION

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation,
the holders of record of the common shares all receive a ratable distribution of the assets of the
corporation.

ARTICLE VI-PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation shall have the right to
purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at
the price at which is offered to others.

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ARTICLE VII-INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this corporation is:

**319 WEST 15TH STREET
HIALEAH, FLORIDA 33012**

The name of the initial registered agent of this corporation at that address is:

EVELYN MORALES

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: 12/3/99


EVELYN MORALES

ARTICLE VIII-INITIAL BOARD OF DIRECTORS

This corporation shall have two (1) Directors initially. The number of directors may be increased or diminished from time to time as provided for by the Bylaws, but shall never be less than one. The names of the initial directors of this corporation are as follows:

President : EVELYN MORALES

ARTICLES IX-INCORPORATORS

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The names and addresses of the persons signing these Articles are:

EVELYN MORALES
319 WEST 15TH STREET
HIALEAH, FLORIDA 33012

ARTICLES X-BYLAWS

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

ARTICLE XI-RESTRICTIONS ON THE TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set opposite their names:

EVELYN MORALES

60 SHARES

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XII-CUMULATIVE VOTING

At each election for directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII-CALLING OF SPECIAL MEETINGS

The Board of Directors may call special meetings of the shareholders.

ARTICLE XIV-SHAREHOLDERS QUORUM AND VOTING

Fifty percent of the shares plus one entitled to vote represented in person or by proxy shall constitute a quorum at the meeting of shareholders. If the quorum is present the affirmative vote of fifty percent of the shares plus one represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV-AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and may right conferred upon the shareholders is

Subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of Incorporation this 3 of DECEMBER 1999.


EVELYN MORALES

NOTARY CERTIFICATE

STATE OF FLORIDA)
)
COUNTY OF DADE)

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared EVELYN MORALES to me

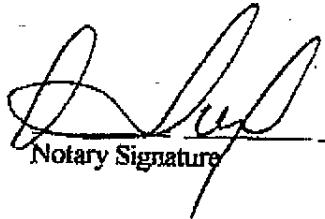
known to be the person described in and who executed the attached **ARTICLES OF INCORPORATION** and that SHE acknowledged before me that SHE executed the same. I relied upon the following forms of identification of the above named person(s):

() **Florida Drivers License (XX) Known Personally** and that an oath was/was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 3 day of DECEMBER, 1999.

(Seal)

My Commission Expires:


Notary Signature

