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State of Idaho

Department of State

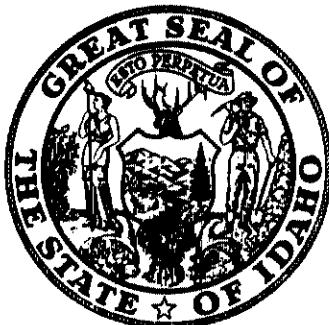
CERTIFICATE OF INCORPORATION OF

MANAGED PHARMACEUTICALS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: December 14, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Reines*

ARTICLES OF INCORPORATION
OF
MANAGED PHARMACEUTICALS, INC.

DEC 14 10 20 AM '93
SECRETARY OF STATE

The undersigned, acting as the incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for this corporation as provided under Idaho Code Section 30-1-54:

I

NAME

The name of this corporation shall be MANAGED PHARMACEUTICALS, INC.

II

PERPETUAL EXISTENCE

The period of existence and duration of the life of this corporation shall be perpetual.

III

REGISTERED OFFICE & AGENT

The address of the registered office of this corporation is 9438 Fairview Avenue, Boise, Idaho 83704. The name of the registered agent at such address is Barbara J. Miller.

IV

PURPOSES

The object and purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

V

AUTHORIZED SHARES

The total authorized number of shares of this corporation shall be ONE MILLION (1,000,000) shares of common stock having no par value.

VI

INCORPORATOR

The name and post office address of the incorporator is Glenn A. Fordyce, 10378 Fairview Avenue, Suite 185, Boise, Idaho 83704.

VII

BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) directors, but during their terms of office, or thereafter, the number of directors may be provided by the By-laws; provided, that the number of directors shall not be less than three (3).

The following persons are named as initial directors of the corporation to serve until their successors are elected and qualified.

Barbara J. Miller	9438 Fairview Avenue Boise, Idaho 83704
Glenn A. Fordyce	9438 Fairview Avenue Boise, Idaho 83704
Steven S. Inch	9438 Fairview Avenue Boise, Idaho 83704

VIII

INDEMNIFICATION

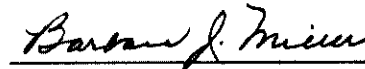
The liability of directors of the corporation is eliminated or limited except as provided under Idaho Code Section 30-1-54(2).

IN WITNESS WHEREOF, I have signed duplicate originals of these Articles of Incorporation this 13th day of December, 1993.


Glenn A. Fordyce, Incorporator

STATE OF IDAHO)
) ss
County of Ada)

On this 13th day of December, 1993, before me, a Notary Public in and for said State, personally appeared GLENN A. FORDYCE, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.


Notary Public for Idaho
Residing at Boise, Idaho
Commission Expires: 11/15/94

IDAHO SECRETARY OF STATE
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