

No. C 85471

Due no later than Dec 31, 2000

Annual Report Form

Return to:  
SECRETARY OF STATE  
700 WEST JEFFERSON  
PO BOX 83720  
BOISE, ID 83720-0080

1. Mailing Address - Correct in this box, if applicable

CAREMARK INC.  
C/O MEDPARTNERS INC  
3000 GALLERIA TOWER STE 1000  
BIRMINGHAM, AL 35244

2. Registered Agent and Office **NO PO BOX**

PRENTICE-HALL CORP SYSTEM  
1401 SHORELINE DR STE 2

BOISE, ID 83702

3. New Registered Agent Signature

**NO FILING FEE IF  
RECEIVED BY DUE DATE**

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

Office held	Name	Street or P.O. Address	City	State	Zip
Pres + Dir	Richard P. Scandina	2211 Sanders Rd.	Northbrook	IL	60062
VP + Dir	David W. Golding	2211 Sanders Rd.	Northbrook	IL	60062
VP/Sec + Dir	Sara J. Finley	3000 Galleria Tower, St. 1000	Birmingham	AL	35244
Treas	Leisa Kizer	3000 Galleria Tower, St. 1000	Birmingham	AL	35244

5. Organized Under the Laws of:

CALIFORNIA  
C 85471

6.

Signature

Date 10-13-00

Title:

Name (Typed or Printed)

Sara J. Finley

~~VP~~ VP + Secretary

Issued 10/02/2000

Do Not Tape or Staple