

|                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                               |                                                                                                                                                                 |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>No. C 37879</b><br><br>Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br><b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b> | <b>Due no later than October 31, 2004<br/>Annual Report Form</b><br><div style="background-color: black; color: white; padding: 2px; text-align: center;">1. Mailing Address - Correct in this box, if applicable</div> AMERICAN DRUG STORES, INC.<br>CORP. SEC. DEPT.<br>250 PARKCENTER BLVD<br>PO BOX 20<br>BOISE, ID 83726 | 2. Registered Agent and Office <b>NO PO BOX</b><br><br>CHARLES F COLE<br>250 PARKCENTER BLVD<br>BOISE, ID 83726<br><br>3. <u>New</u> Registered Agent Signature |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|

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

| <u>Office held</u>         | <u>Name</u>          | <u>Street or P.O. Address</u>     | <u>City</u> | <u>State</u> | <u>Zip</u> |
|----------------------------|----------------------|-----------------------------------|-------------|--------------|------------|
| PRESIDENT                  | KEVIN H. TRIPP       | 15100 NORTH 90TH STREET           | SCOTTSDALE, | ARIZONA      | 85260      |
| VICE PRESIDENT & SECRETARY | COLLEEN R. BATCHELER | 250 PARKCENTER BLVD., P.O. BOX 20 | BOISE,      | IDAHO        | 83726      |
| DIRECTOR                   | PAUL G. ROMAN        | 250 PARKCENTER BLVD., P.O. BOX 20 | BOISE,      | IDAHO        | 83726      |
| DIRECTOR                   | JOHN F. BOYD         | 250 PARKCENTER BLVD., P.O. BOX 20 | BOISE,      | IDAHO        | 83726      |
| DIRECTOR                   | JOHN B. REED         | 250 PARKCENTER BLVD., P.O. BOX 20 | BOISE,      | IDAHO        | 83726      |

**\*\* SEE ATTACHED LIST OF OFFICERS & DIRECTORS \*\***

|                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                 |
|----------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 5. Organized Under the Laws of:<br><br><div style="text-align: center;">ILLINOIS<br/>C 37879</div> | 6. Signature  Date <b>09/14/2004</b><br><br><div style="display: flex; justify-content: space-between;"> <div> <small>(Typed or Printed)</small><br/>           Name <b>COLLEEN R. BATCHELER</b> </div> <div>           Title <b>VICE PRES. &amp; SECRETARY</b> </div> </div> |
|----------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Issued 08/02/2004

Do Not Tape or Staple

20041004372

09/14/2004

**List of Officers and Directors with Business Addresses**

**AMERICAN DRUG STORES, INC.**

| <u>Name</u>                | <u>Title</u>                                         | <u>Business</u>                                                                 |
|----------------------------|------------------------------------------------------|---------------------------------------------------------------------------------|
| William H. Arnold          | Vice President                                       | 250 Parkcenter Blvd.<br>P.O. Box 20<br>Boise, ID 83726<br>Phone: (208) 395-6208 |
| Julie Thomson Backe        | Assistant Secretary                                  | 250 Parkcenter Blvd.<br>PO Box 20<br>Boise, ID 83726<br>Phone: (208) 395-5222   |
| Robert K. Banks            | Vice President                                       | 250 Parkcenter Blvd.<br>PO Box 20<br>Boise, ID 83726<br>Phone: (208) 395-6584   |
| Colleen R. Batcheler       | Vice President & Secretary                           | 250 Parkcenter Blvd.<br>P.O. Box 20<br>Boise, ID 83726<br>Phone: 208-395-4781   |
| Gerald D. Bay              | Vice President - Pharmacy<br>Operations East         | 3030 Cullerton Drive<br>Franklin Park, IL 60131<br>Phone: (847) 916-4209        |
| John F. Boyd               | Director                                             | 250 Parkcenter Blvd.<br>PO Box 20<br>Boise, ID 83726<br>Phone: (208) 395-6534   |
|                            | Vice President & Treasurer                           |                                                                                 |
| Charles F. Cole            | Vice President                                       | 250 Parkcenter Blvd.<br>PO Box 20<br>Boise, ID 83726<br>Phone: (208) 395-6574   |
| Ronald C. Day              | Vice President - Southern<br>California - North Area | 1421 S. Manhattan Ave.<br>Fullerton, CA 92831<br>Phone: (714) 300-6183          |
| Paulette Dewire            | Assistant Secretary                                  | 6565 Knott Avenue<br>Buena Park, CA 90620-1158<br>Phone: (714) 300-6128         |
| Christopher T. Dimos       | Vice President - Pharmacy<br>Services                | 3030 Cullerton Drive<br>Franklin Park, IL 60131<br>Phone: (847) 916-4244        |
| Elizabeth S. "Liz" Garrett | Vice President - Human<br>Resources                  | 15100 North 90th Street<br>Scottsdale, AZ 85260<br>Phone: (480) 767-4786        |
| Gary D. Hunstiger          | Vice President - Central Area                        | 3030 Cullerton Drive<br>Franklin Park, IL 60131<br>Phone: (847) 916-4205        |
| Linda K. Massman           | Vice President                                       | 250 Parkcenter Blvd.<br>P.O. Box 20<br>Boise, ID 83726<br>Phone: (208) 395-6150 |
| Richard B. Mazzoni         | Assistant Secretary                                  | 15100 N 90th Street                                                             |

**List of Officers and Directors with Business Addresses**

|                    |                                                   |                                                                               |
|--------------------|---------------------------------------------------|-------------------------------------------------------------------------------|
|                    |                                                   | Scottsdale, AZ 85260<br>Phone: 847-916-4705                                   |
| John D. McGovern   | Vice President - Sales & Marketing                | 15100 North 90th Street<br>Scottsdale, AZ 85260<br>Phone: (480) 767-4787      |
| Ronald T. Mendes   | Vice President                                    | 250 Parkcenter Blvd.<br>Boise, ID 83726<br>Phone: (208) 395-4798              |
|                    | Assistant Secretary                               |                                                                               |
| Barbra A. Nunziato | Assistant Secretary                               | 1955 West North Avenue<br>Melrose Park, IL 60160<br>Phone: 708-786-3016       |
| Dennis N. Palmer   | Senior Vice President - Operations                | 15100 North 90th Street<br>Scottsdale, AZ 85260<br>Phone: (480) 767-4575      |
| Robert J. Potter   | Vice President - Southern California - South Area | 1421 S Manhattan Ave<br>Fullerton, CA 92831<br>Phone: (714) 300-6106          |
| John B. Reed       | Director                                          | 250 Parkcenter Blvd.<br>Boise, ID 83706<br>Phone: (208) 395-6109              |
|                    | Vice President                                    |                                                                               |
| Paul G. Rowan      | Director                                          | 250 Parkcenter Blvd.<br>PO Box 20<br>Boise, ID 83726<br>Phone: (208) 395-6692 |
|                    | Vice President                                    |                                                                               |
| Barbara G. Russell | Vice President                                    | 299 South Main Street<br>Salt Lake City, UT 84111-2203<br>Phone: 801-961-5776 |
| Daniel J. Salemi   | Vice President - Pharmacy Procurement             | 15100 N. 90th Street<br>Scottsdale, AZ 85260<br>Phone: (480) 767-4988         |
| Kevin H. Tripp     | President                                         | 15100 North 90th Street<br>Scottsdale, AZ 85260<br>Phone: (480) 767-4454      |
| Bradley M. Trom    | Vice President - Pharmacy Operations West         | 1421 S. Manhattan Ave.<br>Fullerton, CA 92831<br>Phone: (714) 300-6103        |
| Thomas J. Walter   | Vice President - Labor Relations                  | 1955 W. North Avenue,<br>Melrose Park, IL 60160<br>Phone: (708) 531-6168      |
| Carol L. Wood      | Assistant Secretary                               | 250 Parkcenter Blvd.<br>PO Box 20<br>Boise, ID 83726<br>Phone: (208) 395-6248 |
| Constance Zaio     | Assistant Secretary                               | 1955 West North Avenue<br>Melrose Park, IL 60160<br>Phone: 708-786-3014       |
| Daniel J. Zvonek   | Vice President                                    | 15100 N. 90th Street                                                          |

09/14/2004

**List of Officers and Directors with Business Addresses**

Scottsdale, AZ 85260  
Phone: (480) 767-4414