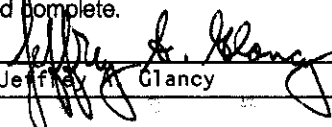
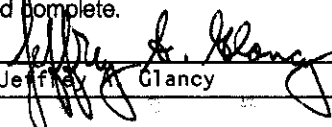
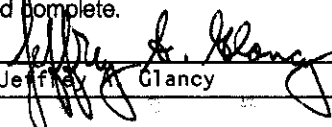


INSTRUCTIONS ON REVERSE SIDE

No. 66562	Idaho Corporation Annual Report Form		2. Registered Agent and Office																					
<i>Return To</i>	<i>Due No Later Than November 1, 1990</i>		C T CORPORATION SYSTEM																					
Secretary of State Room 203, Statehouse Boise, ID 83720	1. Mailing Address — <i>Please Correct</i>		300 NORTH SIXTH STREET																					
	OMNICARE, INC.		BOISE																					
	C/O CORPORATION TRUST CO.		ID 83701 167																					
	1209 ORANGE ST.		3. Incorporated Under The Laws of DE																					
NO FEE REQUIRED	WILMINGTON DE 19801		NO: 066562																					
4. Names and Addresses of Officers and Directors																								
<table border="0"> <thead> <tr> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>President:</td> <td colspan="4">See Attached Lists</td> </tr> <tr> <td>Secretary:</td> <td colspan="4"></td> </tr> <tr> <td>Directors:</td> <td colspan="4"></td> </tr> </tbody> </table>					<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	President:	See Attached Lists				Secretary:					Directors:				
<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>																				
President:	See Attached Lists																							
Secretary:																								
Directors:																								
5. Nature of Business		6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.																						
Holding Company																								
		<table border="0"> <tr> <td>Signature</td> <td></td> <td>Date</td> <td colspan="2">10-18-90</td> </tr> <tr> <td>Name (Typed or Printed)</td> <td>Jeffrey A. Glancy</td> <td>Title</td> <td colspan="2">Assistant Treasurer</td> </tr> </table>			Signature		Date	10-18-90		Name (Typed or Printed)	Jeffrey A. Glancy	Title	Assistant Treasurer											
Signature		Date	10-18-90																					
Name (Typed or Printed)	Jeffrey A. Glancy	Title	Assistant Treasurer																					

OMNICARE, INC.

LIST OF OFFICERS

Edward L. Hutton, Chairman
6680 Miralake Drive
Cincinnati, Ohio 45243
[REDACTED]

Joel F. Gemunder, President
5910 Sentinel Ridge
Cincinnati, Ohio 45243
[REDACTED]

Kenneth W. Chesterman, Executive Vice-President
29930 Triunfo Drive
Agoura, California 91301
[REDACTED]

Judi K. O'Steen, Vice-President - Finance and Treasurer
7950 Spooky Hollow
Cincinnati, Ohio 45242
[REDACTED]

Cheryl D. Hodges, Vice-President - Investor Relations and
Secretary
9403 Constitution Drive
Cincinnati, Ohio 45215
[REDACTED]

Thomas R. Marsh, Controller
3068 Balsam Court
Edgewood, Kentucky 41017
[REDACTED]

Jeffrey A. Glancy, Assistant Treasurer
959 Dominion Court
Milford, Ohio 45150
[REDACTED]

Gregory A. Zarick, Assistant Secretary
6156 Tulane Road
Cincinnati, Ohio 45212
[REDACTED]

OMNICARE, INC.

LIST OF DIRECTORS

Kenneth W. Chesterman
29930 Triunfo Drive
Agoura, California 91301
[REDACTED]

Sheldon Margen
1521 Hawthorne Terrace
Berkeley, California 94708
[REDACTED]

Charles H. Erhart, Jr.
149 E. 73rd Street
New York, New York 10021
[REDACTED]

Judi K. O'Steen
7950 Spooky Hollow
Cincinnati, Ohio 45242
[REDACTED]

Joel F. Gemunder
5910 Sentinel Ridge
Cincinnati, Ohio 45243
[REDACTED]

D. Walter Robbins, Jr.
42 Sheldrake Road
Scarsdale, New York 10538
[REDACTED]

J. Peter Grace, Jr.
41 Shelter Rock Road
Manhasset, New York 11030
[REDACTED]

Paul C. Voet
8180 Graves Road
Cincinnati, Ohio 45243-3631
[REDACTED]

Edward L. Hutton
6680 Miralake Drive
Cincinnati, Ohio 45243
[REDACTED]

Neal Gilliatt
266 Round Hill Road
Greenwich, Connecticut 06830
[REDACTED]

Thomas C. Hutton
39 Homesdale Road
Bronxville, New York 10708
[REDACTED]

John L. Kenrich
947 Edwards Road
Cincinnati, Ohio 45208
[REDACTED]

Leon Levy
One Sutton Place S., Apt. 3A
New York, New York 10022
[REDACTED]

James H. Devlin
2052 Pondway
Troy, Michigan 48098
[REDACTED]

OMNICARE, INC.

LIST OF DIRECTORS

Kevin J. McNamara
2958 Grandin Road
Cincinnati, Ohio 45208
[REDACTED]

Timothy S. O'Toole
55 Arcadia Avenue
Lakeside Park, Kentucky 41017
[REDACTED]

John Mount
8250 Kroger Farm Road
Cincinnati, Ohio 45243
[REDACTED]

Sandra E. Laney
7701 Chumani
Cincinnati, Ohio 45243
[REDACTED]