

No. **C 85471** **Due no later than Dec 31, 2001**

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

Annual Report Form
1 Mailing Address - Correct in this box, if applicable
~~CAREMARK INC.~~
C/O MEDPARTNERS INC Caremark Rx, 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

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

3. New 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 & Director	Richard P. Scardina	2211 Sanders Rd.	Northbrook	IL	60062
VP & Director	David W. Golding	2211 Sanders Rd.	Northbrook	IL	60062
VP, Sec. & Director	Sara J. Finley	3000 Galleria Twr., Ste. 1000	Birmingham	AL	35244
Treasurer	Connie M. Isley	2211 Sanders Rd.	Northbrook	IL	60062

5. Organized Under the Laws of:
CALIFORNIA
C 85471

6. Signature Sara J. Finley Date 10/26/01
Name ^(Typed or Printed) Sara J. Finley Title VP & Secretary