

No. C 85471

Due no later than December 31, 2004
Annual Report Form

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

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

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

PRENTICE-HALL CORP SYSTEM
1401 SHORELINE DR STE 2
BOISE, ID 83702

CAREMARK INC.
C/O CAREMARK RX INC
~~3000 GALLERIA TOWER STE 1000~~
~~BIRMINGHAM, AL 35244~~
211 Commerce Street, Suite 800
Nashville, TN 37201

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.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
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See attached.

5. Organized Under the Laws of:

CALIFORNIA
C 85471

6.

Signature

Sara J. Finley
Sara J. Finley

Date

1-11-05

Name (Typed or Printed)

Title

VP + Secretary

Caremark Inc. Officers & Directors

Directors: Bradley S. Karro
Richard P. Scardina
David W. Golding
Sara J. Finley

Officers: **Howard A. McLure, CEO**
211 Commerce Street, 8th Floor
Nashville, TN 37201

Richard P. Scardina
President
2211 Sanders Road
Northbrook, IL 60062

David W. Golding
Vice President
2211 Sanders Road
Northbrook, IL 60062

Sara J. Finley
Vice President and Secretary
211 Commerce Street, Suite 800
Nashville, TN 37201

Connie M. Isley
Treasurer
2211 Sanders Road
Northbrook, IL 60062