

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

DIVERSIFIED PHARMACEUTICAL SERVICES, INC.
File number C 106841

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of DIVERSIFIED PHARMACEUTICAL SERVICES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to DIVERSIFIED PHARMACEUTICAL SERVICES, INC. to transact business in this State under the name DIVERSIFIED PHARMACEUTICAL SERVICES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: July 1, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE

To the Secretary of State of Idaho -

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Diversified Pharmaceutical Services, Inc.
2. The name which it shall use in Idaho is Diversified Pharmaceutical Services, Inc.
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of Minnesota
4. The date of its incorporation is June 10, 1988 and the period of its duration,
if other than perpetual, is N/A
5. The address of its principal office in the state or country under the laws of which it is incorporated is
3600 West 80th Street; Suite 700; Bloomington, Minnesota 55431-1085
6. The address to which correspondence should be addressed, if different than item 5, is
MKB MR MN07-7920; 5601 Smetana Drive, Minnetonka, Minnesota 55343
7. The street address of its proposed registered office in Idaho is 300 North Sixth Street;
Boise, Idaho 83701, and the name of its proposed
registered agent in Idaho at that address is C T Corporation System
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
To provide pharmacy network management, claims processing and
drug utilization review services to health plans.

(Continued on reverse)

Submit applications and certificate of status to:

Office of the Secretary of State
Division of Corporations
P.O. Box 83720
Boise, Idaho 83720-0080

Secretary of State use only

IDAH0 SECRETARY OF STATE
19940606 0900 86109 2
CK #: 16889 CUST# 38125
CORP 10 100.00= 100.00

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9. The names and respective addresses of its directors and officers are:

Name

Office

Address

PLEASE SEE ATTACHED

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: May 25, 1994

Diversified Pharmaceutical Services, Inc.

(Corporation name)

By [Signature] President

its President/Vice President (please specify)

and [Signature] Secretary

its Secretary/Assistant Secretary (please specify)

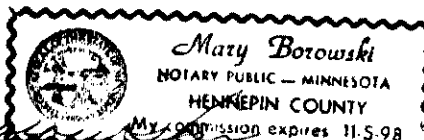
STATE OF Minnesota)

) ss:

COUNTY OF Hennepin)

I, Mary Borowski, a notary public, do hereby certify that on this 25th day of May, 19 94, personally appeared before me Brigid M. Spicola, who being by me first duly sworn, declared that (s)he is the Secretary of Diversified Pharmaceutical Services, Inc.

that (s)he signed the foregoing documents as Secretary of the corporation and that the statements therein contained are true.



[Signature]
Notary Public

**OFFICERS OF
DIVERSIFIED PHARMACEUTICAL SERVICES, INC.**

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
Chairman of the Board	William W. McGuire, M.D.	300 Opus Center 9900 Bren Road East Minnetonka, MN 55343
Chief Executive Officer	Travers H. Wills	3600 West 80th Street Suite 700 Bloomington, MN 55431-1085
President	Henry F. Blissenbach	3600 West 80th Street Suite 700 Bloomington, MN 55343
Treasurer	David P. Koppe	5601 Smetana Drive Minnetonka, MN 55343
Secretary	Brigid M. Spicola	5601 Smetana Drive Minnetonka, MN 55343
Assistant Secretary	Kevin H. Roche'	5601 Smetana Drive Minnetonka, MN 55343

**DIRECTORS OF
DIVERSIFIED PHARMACEUTICAL SERVICES, INC.**

NAME

ADDRESS

William W. McGuire, M.D.

**300 Opus Center
9900 Bren Road East
Minnetonka, Minnesota 55343**

David P. Koppe

**5601 Smetana Drive
Minnetonka, Minnesota 55343**

Travers H. Wills

**3600 West 80th Street, Suite 700
Bloomington, Minnesota 55431-1085**

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State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

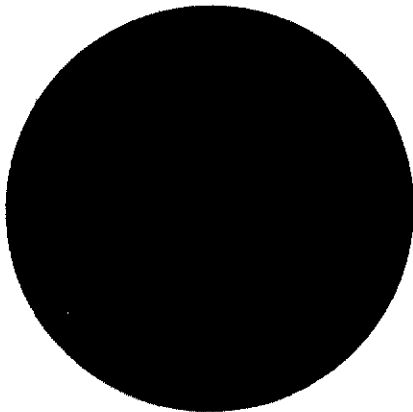
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Diversified Pharmaceutical Services, Inc.

Date Formed: 06/16/1988

Chapter Governed By: 302A

This certificate has been issued on 05/19/94.



Joan Anderson Grove
Secretary of State.