

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
PRESCRIPTION SOLUTIONS, INC.**

File Number C 184740

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: October 8, 2009



Ben Yursa

SECRETARY OF STATE

By

Sally Lloyd

FILED EFFECTIVE

09 OCT -8 AM 11:08



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is:
Prescription Solutions, Inc.
- The name which it shall use in Idaho is: _____
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 09/17/2009
- The address of its principal office is:
2300 Main Street, Irvine, CA 92614
- The address to which correspondence should be addressed, if different from item 5, is:
9900 Bren Road East, Minnetonka, MN 55343
- The street address of its registered office in Idaho is: 1111 West Jefferson, Suite 530, Boise, Idaho 83702
and its registered agent in Idaho at that address is: CT Corporation System
- The names and respective business addresses of its directors and officers are: **SEE ATTACHMENT**

Name	Title	Business Address
<u>Jacqueline B. Koscoff</u>	<u>CEO/Director</u>	<u>2300 Main Street, Irvine, CA 92614</u>
<u>Paul Miller</u>	<u>CFO</u>	<u>2300 Main Street, Irvine, CA 92614</u>
<u>William Y. Mickle</u>	<u>Sr. VP, Operations</u>	<u>2300 Main Street, Irvine, CA 92614</u>
<u>Edward M. Feaver</u>	<u>President/Director</u>	<u>2300 Main Street, Irvine, CA 92614</u>
<u>John W. Kelly</u>	<u>VP, Tax Services</u>	<u>2300 Main Street, Irvine, CA 92614</u>
<u>Richard Cross</u>	<u>Secretary</u>	<u>2300 Main Street, Irvine, CA 92614</u>

Dated: 10/5/2009

Signature: Michelle Huntley Dill

Typed Name: Michelle Huntley Dill

Capacity: Assistant Secretary
(The signer must be a director or an officer of the corporation.)

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

C 184740

IDAHO SECRETARY OF STATE
10/08/2009 05:00
CK: 95621 CT: 20168 BH: 1190325
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

**Attachment to Idaho
Officers & Directors**

- | | | |
|---|--|---|
| 1 | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Robert W. Oberrender
Officer
Treasurer
2300 Main Street
Irvine
CA
92614 |
| 2 | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Michelle Huntley Dill
Officer
Ast. Secretary
2300 Main Street
Irvine
CA
92614 |
| 3 | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Joseph E. Addiego
Director

2300 Main Street
Irvine
CA
92614 |

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PRESCRIPTION SOLUTIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF OCTOBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PRESCRIPTION SOLUTIONS, INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF SEPTEMBER, A.D. 2009.

4723809 8300

090918735

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7571639

DATE: 10-07-09