

State of Idaho

Office of the Secretary of State

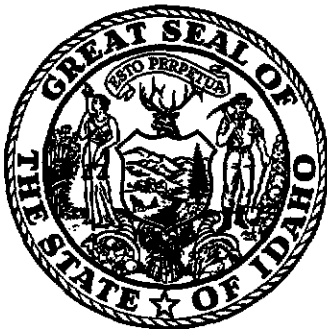
**CERTIFICATE OF AUTHORITY
OF
EXPRESS SCRIPTS, INC.**

File Number C 184207

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: August 20, 2009



Ben Yursa
SECRETARY OF STATE

By *Jerry DeWine*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2009 AUG 20 PM 1:53

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: Express Scripts, Inc.
- The name which it shall use in Idaho is: Express Scripts, Inc.
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 3/27/1992
- The address of its principal office is: One Express Way, St. Louis, MO 63121
- The address to which correspondence should be addressed, if different from item 5, is: _____
- The street address of its registered office in Idaho is: 1401 Shoreline Drive, Suite 2, Boise, ID 83702
and its registered agent in Idaho at that address is: Corporation Service Company
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>George Paz</u>	<u>President & Director</u>	<u>One Express Way, St. Louis, MO 63121</u>
<u>Keith Ebling</u>	<u>Secretary</u>	<u>One Express Way, St. Louis, MO 63121</u>
<u>Martin P. Akins</u>	<u>Assistant Secretary</u>	<u>One Express Way, St. Louis, MO 63121</u>
<u>Gary G. Benanav</u>	<u>Director</u>	<u>One Express Way, St. Louis, MO 63121</u>
<u>Frank Borelli</u>	<u>Director</u>	<u>One Express Way, St. Louis, MO 63121</u>
<u>Maura Breen</u>	<u>Director</u>	<u>One Express Way, St. Louis, MO 63121</u>

Dated: 8/19/2009

Signature: [Signature]

Typed Name: Martin P. Akins

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

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE
08/20/2009 05:00
 CK: NONE CT: 1157 BH: 1183788
 1 @ 100.00 = 100.00 AUTH PRO # 2
 1 @ 20.00 = 20.00 EXPEDITE C # 3

C184207

Express Scripts, Inc.

Additional Directors:

Nicholas LaHowchic	One Express Way, St. Louis, MO 63121
Thomas P. MacMahon	One Express Way, St. Louis, MO 63121
Frank Mergenthaler	One Express Way, St. Louis, MO 63121
Woodrow Myers	One Express Way, St. Louis, MO 63121
John O. Parker	One Express Way, St. Louis, MO 63121
Samuel Skinner	One Express Way, St. Louis, MO 63121
Seymour Sternberg	One Express Way, St. Louis, MO 63121
Barrett Toan	One Express Way, St. Louis, MO 63121

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EXPRESS SCRIPTS, 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 NINETEENTH DAY OF AUGUST, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EXPRESS SCRIPTS, INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF MARCH, A.D. 1992.

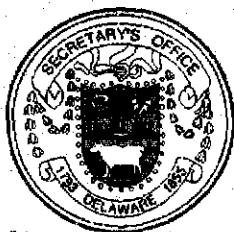
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

2292582 8300

090791225

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7484037

DATE: 08-19-09