

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

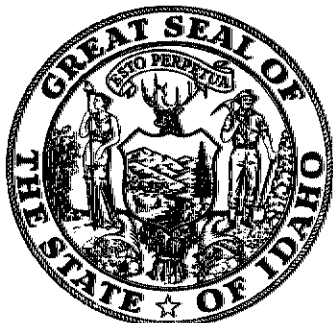
FMDC COMPANY

File number C 115324

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of FMDC COMPANY 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 FMDC COMPANY to transact business in this State under the name FMDC COMPANY and attach hereto a duplicate original of the Application for such Certificate.

Dated: June 11, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and states as follows: JUN 11 10 32 AM '96

1. The name of the corporation is FMDC Company SECRETARY OF STATE
STATE OF IDAHO
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is 6/5/96 and its duration, if other than perpetual, is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is
1209 Orange Street, Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different than item 5, is
1220 Senlac Drive, Carrollton, Texas 75006
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701
_____, and its 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:
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

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

Dated: 6/10/96

FMDC Company
(Corporation name)
By Kevin J. Rogan
Its President, Vice President, Secretary or Assistant Secretary
(please specify) Senior Vice President
Kevin J. Rogan

Secretary of State use only IDAHO SECRETARY OF STATE CCAP
DATE 06/11/1996 0900 69534
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CK #: 11200746 CUST#: 15948
1@ AUTH PRO 100.00= 100.00
CORP SUR 1@ 20.00= 20.00
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#: C

FMDC COMPANY
(a Delaware corporation)

The directors and officers of FMDC Company are located at the following address:

1220 Senlac Drive
Carrollton, TX 75006

Directors:

Abbey J. Butler
Melvyn J. Estrin

Officers:

Abbey J. Butler	Co-Chief Executive Officer
Melvyn J. Estrin	Co-Chief Executive Officer
William L. Estes	Chief Operating Officer
Edward L. Massman	Senior Vice President and Chief Financial Officer
Kevin J. Rogan	Senior Vice President, Secretary and General Counsel
Douglas J. Schwinn	Senior Vice President Information Services and Chief Information Officer
W. Craig Innes	President and Chief Operating Officer- CareStream, Senior Vice President-Administration
Richard Levin	Senior Vice President - Northeast Retail Sales
Robert E. Davis	Senior Vice President HealthConnect, President - HCPP
Grady E. Schleier	Vice President and Treasurer
Scott E. Peterson	Vice President and Controller
Derek Van Keuren	Vice President - Human Resources
Patty A. Gunn	Vice President - National Accounts-Retail
G. Thomas Bailey	Vice President - FoxMeyer Canada
Paul L. Calhoun	Vice President - DataNet
Gregory M. Gunter	Vice President - Field Retail Sales and Operations
Warren Edwards	Vice President - Purchasing
Martin Tuominen	Vice President - Trade Relations and Product Management
Brian Jenkins	Vice President - Business Development and Corporate Planning
John A. Kogut	Vice President - Marketing
Mary Straub	Vice President - Hospital and Alternate Care Sales
Gary R. Frost	Vice President - General Manager, MedPath

Walter L. Creech	Vice President and General Manager of Technology
David C. Silko	Vice President - Customer Relations
Bartley Hayden	Vice President - Distribution and Sales Support
Paul A. Flach	Vice President - National Administration and Business Development
Charles M. Edwards	Vice President of Finance and Business Processes, Assistant Secretary
Terri H. Budow	Assistant Secretary
Robert H. Stone	Assistant Secretary
Mark A. Cox	Assistant Treasurer
John G. Murray	Assistant Treasurer

Office of the Secretary of State

JUN 11 10 32 AM '96

SECRETARY OF STATE
STATE OF DELAWARE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FMDC COMPANY" 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 FIFTH DAY OF JUNE, A.D. 1996.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

7973649

06-05-96