


INSTRUCTIONS ON REVERSE SIDE

No. 085471	Idaho Corporation Annual Report Form Due No Later Than November 1, 1989	2. Registered Agent and Office																																
Return To Secretary of State Room 203, Statehouse Boise, ID 83720 RECEIVED SEC. OF STATE 89 OCT 6 AM 10 18	1. Mailing Address — Please Correct 085471	C T Corporation System 300 N. 6th Street Boise, ID 83702																																
4. Names and Addresses of Officers and Directors	<table border="1"> <tr> <td data-bbox="437 148 1082 372"> CAREMARK INC. John F. Gaither, Jr. One Baxter Parkway 455 Knightsbridge Pkwy Deerfield, IL 60015 Lincolnshire, IL 60069 </td> <td data-bbox="1082 244 1630 372">3. Incorporated Under The Laws of California</td> </tr> </table> <table border="1"> <thead> <tr> <th data-bbox="437 372 710 446">Name</th> <th data-bbox="710 372 1156 446">Street or P.O. Address</th> <th data-bbox="1156 372 1371 446">City</th> <th data-bbox="1371 372 1428 446">State</th> <th data-bbox="1428 372 1630 446">Zip</th> </tr> </thead> <tbody> <tr> <td data-bbox="437 446 710 500">President: Charles H. Blanchard</td> <td data-bbox="710 446 1156 500">455 Knightsbridge Pkwy</td> <td data-bbox="1156 446 1371 500">Lincolnshire</td> <td data-bbox="1371 446 1428 500">IL</td> <td data-bbox="1428 446 1630 500">60069</td> </tr> <tr> <td data-bbox="437 500 710 537">Secretary: John F. Gaither Jr.</td> <td data-bbox="710 500 1156 537">One Baxter Parkway</td> <td data-bbox="1156 500 1371 537">Deerfield</td> <td data-bbox="1371 500 1428 537">IL</td> <td data-bbox="1428 500 1630 537">60015</td> </tr> <tr> <td data-bbox="437 537 710 585">Directors: G. Marshall Abbey</td> <td data-bbox="710 537 1156 585">One Baxter Parkway</td> <td data-bbox="1156 537 1371 585">Deerfield</td> <td data-bbox="1371 537 1428 585">IL</td> <td data-bbox="1428 537 1630 585">60015</td> </tr> <tr> <td data-bbox="437 585 710 633">John F. Gaither Jr.</td> <td data-bbox="710 585 1156 633">One Baxter Parkway</td> <td data-bbox="1156 585 1371 633">Deerfield</td> <td data-bbox="1371 585 1428 633">IL</td> <td data-bbox="1428 585 1630 633">60015</td> </tr> <tr> <td data-bbox="437 633 710 670">Sheldon Asher</td> <td data-bbox="710 633 1156 670">455 Knightsbridge Pkwy</td> <td data-bbox="1156 633 1371 670">Lincolnshire</td> <td data-bbox="1371 633 1428 670">IL</td> <td data-bbox="1428 633 1630 670">60069</td> </tr> </tbody> </table>		CAREMARK INC. John F. Gaither, Jr. One Baxter Parkway 455 Knightsbridge Pkwy Deerfield, IL 60015 Lincolnshire, IL 60069	3. Incorporated Under The Laws of California	Name	Street or P.O. Address	City	State	Zip	President: Charles H. Blanchard	455 Knightsbridge Pkwy	Lincolnshire	IL	60069	Secretary: John F. Gaither Jr.	One Baxter Parkway	Deerfield	IL	60015	Directors: G. Marshall Abbey	One Baxter Parkway	Deerfield	IL	60015	John F. Gaither Jr.	One Baxter Parkway	Deerfield	IL	60015	Sheldon Asher	455 Knightsbridge Pkwy	Lincolnshire	IL	60069
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5. Nature of Business	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.																																	
Home health care	Signature  Name (Typed or Printed)	Date Title																																

CAREMARK INC.
(Formerly Known As Caremark Homecare, Inc.)

Officers:

President	Charles H. Blanchard
Sr. Vice President & General Counsel	G. Marshall Abbey
Sr. Vice President & Chief Financial Officer	Robert J. Lambrix
Vice President	Arthur F. Staubitz
Executive Vice President	Sheldon Asher
Treasurer	Barbara Young Morris
Secretary	John F. Gaither, Jr.
Assistant Treasurer	Ivan Shandor
Assistant Treasurer	Nancy V. Westcott
Assistant Treasurer	Dennis R. Owczarski
Assistant Secretary	Arthur F. Staubitz

Directors:

G. Marshall Abbey
John F. Gaither, Jr.
Arthur F. Staubitz