



**Department of State.**

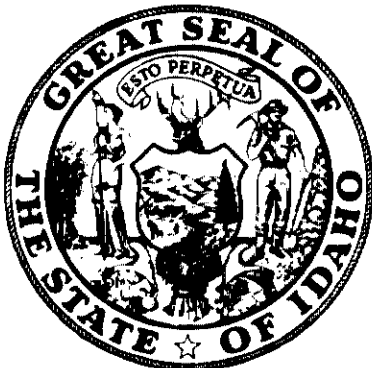
**AMENDED CERTIFICATE OF AUTHORITY  
OF**

**CAREMARK HOMECARE INC.**

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

Dated July 3, 19 89



*Pete T. Cenarrusa*  
SECRETARY OF STATE

*[Signature]*  
Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on December 22, 19 87, authorizing it to transact business in the State of Idaho under the name of CAREMARK HOMECARE INC.

2. Its corporate name has been changed to CAREMARK INC.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is CAREMARK INC.

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add to use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than those set forth in its prior application for certificate of authority, as follows:

No Change

(Note: If no additional purposes are proposed, insert "No change.")

Dated April 19, 19 89

CAREMARK HOMECARE INC.

By Arthur F. Staubitz, Vice President

And John F. Gaither, Jr., Secretary

STATE OF Illinois )
COUNTY OF Lake ) ss:

I, PATRICIA A. RUSCH, a notary public, do hereby certify that on this 19th day of April, 19 89, personally appeared

(continued on reverse)

State  
of  
California

RECEIVED  
SEC. OF STATE  
JUL 3 11 2  
OFFICE OF THE SECRETARY OF STATE

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 31st day of March, 1989,  
there was filed in this office a AGREEMENT OF MERGER  
merging CAREMARK NURSING SERVICES, INC.  
a California corporation, into CAREMARK HOMECARE INC.

\_\_\_\_\_ , a California corporation  
and the surviving corporation, by the terms of said agreement.

Further, that according to our records said merged California corporation has ceased  
to exist as a separate corporate entity.

That the name of the surviving corporation was changed to  
CAREMARK INC. by terms of said agreement.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this  
27th day of June, 1989

March Fong Eu

Secretary of State