


File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS		FILED 99 MAY 18 PM 3:42 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
FILING FEE \$ 188.75		Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company		DOCUMENT # M96000000459		1a. Principal Place of Business Address	
PAID PRESCRIPTIONS, L.L.C. C/O MERCK & CO., INC. ONE MERCK DRIVE, W52F96 WHITEHOUSE STATION NJ 08889-0100				100 SUMMIT AVENUE MONTVALE NJ 07645	
2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		11/20/1996	
City & State		City & State		3a. State of Formation	
Zip		Country		NV	
				4. FEI Number	
				22-3461737	
				<input type="checkbox"/> Applied For	
				<input type="checkbox"/> Not Applicable	
				5. Date of Last Report	
				05/04/1998	
				6. Certificate of Status Desired	
				<input type="checkbox"/> \$8.75 Additional Fee Required	
7. Name and Address of Current Registered Agent			8. Name and Address of New Registered Agent/Office		
C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324			Name		
			Street Address (P.O. Box Number is Not Acceptable)		
			Suite, Apt. #, etc.		
			City		
			Zip Code		
			FL		
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.					
SIGNATURE _____				DATE _____	
<small>(Registered Agent Accepting Appointment) (By the Registered Agent signature (or that of a notary))</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	DORSA, CAROLINE	ONE MERCK DRIVE		WHITEHOUSE STATION N	
MGR	KANTER, CARL I	100 SUMMIT AVE.		MONTVALE NJ	
MGR	WEINSTEIN, BERT I	5373 SOUTH ARVILLE		LAS VEGAS NV	
MGR	APKER, THOMAS	5373 SOUTH ARVILLE		LAS VEGAS NV	
MGR	MCGOVERN, ROBERT	ONE MERCK DRIVE		WHITEHOUSE STATION N	
MGR	FINDLING, MICHAEL	ONE MERCK DRIVE		WHITEHOUSE STATION N	
APR 25 1999					
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (i), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.					
SIGNATURE: <i>Robert McGovern</i> <i>Robert McGovern</i> 4/27/99 908-423-1000					
<small>SIGNATURE AND TYPE OR PRINTED NAME OF SECRETARY, MANAGER, MEMBER OR MEMBER AT-LARGE</small>					