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FILED
May 14 1997 8:00am
Secretary of State



PROFIT CORPORATION
 ANNUAL REPORT
 1997

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P01901 (8)
 1. Corporation Name
XVIII B MEDI MART, INC.



Principal Place of Business Mailing Address
8121 10TH AVE. N. GOLDEN VALLEY MN 55427
8121 10TH AVE. N. GOLDEN VALLEY MN 55427-4401

3. Date Incorporated or Qualified **05/07/1984** 3a. Date of Last Report **05/01/1996**
 4. FEI Number **41-1240386** Applied For Not Applicable
 5. Certificate of Status Desired **\$8.75 Additional Fee Required**
 6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**
 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business 2a. Mailing Address
 21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.
 22 City & State 27 City & State
 23 Zip Country 28 Zip Country
 24 25 29 30

9. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent
 81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____
 Signatures, typed or printed name of registered agent and title if applicable

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V PAWLAK, TIMOTHY W. 8121 10TH AVENUE NORTH GOLDEN VALLEY MN	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D BREUER, HELMUT MONBIJOUSTRASSE 118, CH3001- BERNE SW-	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DCP CARR, ROBERT G. 8121 10TH AVE N GOLDEN VALLEY MN	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D THOMPSON, ROBERT L. J 608 5TH AVE. NEW YORK NY	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D PYOTT, DAVID E I LICHSTRASSE 35, CH 4002 BASEL SW	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VS LANGE, JEAN F. 8121 10TH AVENUE NORTH GOLDEN VALLEY MN	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition

14. 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 or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: James Thompson DATE: 4/28/97 (612) 595-6006
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Daytime Phone #

CR2E034 (9/96)

**XVIII B Medi Mart, Inc.
Directors and Officers Listing
As Of 01/01/97**

<u>Officers</u>	<u>Officers Title</u>	<u>Address</u>
Robert G. Carr	President and Chief Executive Officer	8121 10th Avenue North, Golden Valley, MN, 55427
John A. Gappa	Chief Financial Officer, Treasurer and Director of Operations	8121 10th Avenue North, Golden Valley, MN, 55427
Diana Vance-Bryan	Secretary	8121 10th Avenue North, Golden Valley, MN, 55427
James E. Thompson	Assistant Secretary	8121 10th Avenue North, Golden Valley, MN, 55427
Timothy W. Pawlak	Senior VP/General Manager, Red Line Home Care	8121 10th Avenue North, Golden Valley, MN, 55427
Gary H. Keeler	Senior Vice President, Sales	8121 10th Avenue North, Golden Valley, MN, 55427
W. Michael Rogers	Senior Vice President, National Accounts	8121 10th Avenue North, Golden Valley, MN, 55427

Directors

Robert G. Carr	8121 10th Avenue North, Golden Valley, MN, 55427
David E.I. Pyott	Lichstrasse 35, CH 4002, Basel, Switzerland
Douglas G. Watson	556 Morris Avenue, Summit, NJ 07901