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**May 02 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 # **P23422** (9)
1. Corporation Name
AMERISOURCE CORPORATION



Principal Place of Business: **300 CHESTERFIELD PKWY. MALVERN PA 19355**
Mailing Address: **300 CHESTERFIELD PKWY. MALVERN PA 19355-8726**

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/16/1989	3a. Date of Last Report 04/24/1996
21. Suite, Apt #, etc.	26. Suite, Apt #, etc.	4. FEI Number 23-2353106		Applied For Not Applicable	
22. City & State	27. City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23. Zip	28. Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24. Country	29. Country	30. Country		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	
THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYES STREET SUITE 105 TALLAHASSEE FL 32301				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 _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CDP <input type="checkbox"/> DELETE	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCNAMARA, JOHN F.	1.2 NAME	
STREET ADDRESS	P O BOX 959	1.3 STREET ADDRESS	300 chesterfield Parkway
CITY-ST-ZIP	VALLEY FORGE PA	1.4 CITY-ST-ZIP	Malvern, PA 19355
TITLE	VT <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HILZINGER, KURT J	2.2 NAME	
STREET ADDRESS	PO BOX 959	2.3 STREET ADDRESS	300 Chesterfield Parkway
CITY-ST-ZIP	VALLEY FORGE PA	2.4 CITY-ST-ZIP	Malvern, PA 19355
TITLE	V <input type="checkbox"/> DELETE	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DICANDILO, MICHAEL D.	3.2 NAME	
STREET ADDRESS	P O BOX 959	3.3 STREET ADDRESS	300 chesterfield Parkway
CITY-ST-ZIP	VALLEY FORGE PA	3.4 CITY-ST-ZIP	Malvern, PA 19355
TITLE	V <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCHUGH, ROBERT E.	4.2 NAME	
STREET ADDRESS	P O BOX 959	4.3 STREET ADDRESS	300 chesterfield Parkway
CITY-ST-ZIP	VALLEY FORGE PA	4.4 CITY-ST-ZIP	Malvern, PA 19355
TITLE	VS <input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CICCOTELLI, TERESA T.	5.2 NAME	
STREET ADDRESS	P O BOX 959	5.3 STREET ADDRESS	300 chesterfield Parkway
CITY-ST-ZIP	VALLEY FORGE PA	5.4 CITY-ST-ZIP	Malvern, PA 19355
TITLE	V <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCNAMARA, MICHAEL J	6.2 NAME	
STREET ADDRESS	P O BOX 959, N/A	6.3 STREET ADDRESS	300 chesterfield Parkway
CITY-ST-ZIP	VALLEY FORGE PA	6.4 CITY-ST-ZIP	Malvern, PA 19355

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: *Michael D. DiCandilo* **Michael D. DiCandilo** 4/1/97 610-296-4488
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

AMERISOURCE CORPORATION

OFFICERS*

Title	Name
Chairman, President & Chief Executive Officer	John F. McNamara
Group President-Operations	R. David Yost
Group President-Marketing	David M. Flowers
Sr. Vice President, Sales & Marketing and Business Development	J. Michael McNamara
Vice President, Chief Financial Officer & Treasurer	Kurt J. Hilzinger
Vice President, General Counsel & Secretary	Teresa T. Ciccotelli
Vice President, Industry Affairs & Investor Relations	Robert E. McHugh
Vice President, Controller	Michael D. DiCandilo
Vice President, Assistant Treasurer	John A. Aberant
Assistant Secretary	Eileen C. Clark
Corporate Asset Manager & Assistant Treasurer	M. Curtis Young

* The business address of all Officers is:

AmeriSource Corporation
P.O. Box 959
Valley Forge, PA 19482

BOARD OF DIRECTORS

John F. McNamara
AmeriSource Corporation
300 Chester Field Parkway
Malvern, PA 19355

Lawrence C. Karlson
1024 Woods Lane
Ambler, PA 19002

Bruce C. Bruckmann
Bruckmann, Rosser, Sherrill & Co., Inc.
126 East 56th Street
New York, NY 10022

George H. Strong
946 Navesink River Rd.
Locust, NJ 07760

Michael A. Delaney
Citicorp Venture Capital Ltd.
399 Park Avenue, 14th Floor
New York, NY 10022

James A. Urry
Citicorp Venture Capital Ltd.
399 Park Avenue, 14th Floor
New York, NY 10022

Richard C. Gozon
Weyerhaeuser Company
33663 Weyerhaeuser Way South
Federal Way, WA 98003

Barton J. Winokur, Esq.
Dechert, Price & Rhoads
4000 Bell Atlantic Tower
1717 Arch Street
Philadelphia, PA 19103