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PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # P26206 (3)
1. Corporation Name
VITALINK PHARMACY SERVICES, INC.



Principal Place of Business: 10750 COLUMBIA PIKE SILVER SPRING MD 20901
Mailing Address: 10750 COLUMBIA PIKE SILVER SPRING MD 20901

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

3. Date Incorporated or Qualified: 09/27/1989
3a. Date of Last Report: 05/01/1995
4. FET Number: 37-0903482
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 [X] No []

9. Name and Address of Current Registered Agent
**THE PRENTICE-HALL CORPORATION SYSTEM INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301**

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
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: [Signature] (Typed or printed name of registered agent and their appointment date)
Date: [Date] (Typed or printed name of registered agent and their appointment date)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CCEO	1.1 TITLE	[] Change [] Addition
NAME	BAINUM, STEWART, JR.	1.2 NAME	
STREET ADDRESS	10750 COLUMBIA PIKE	1.3 STREET ADDRESS	
CITY-ST-ZIP	SILVER SPRING MD	1.4 CITY-ST-ZIP	
TITLE	VC	2.1 TITLE	[] Change [] Addition
NAME	TOMASSO, DONALD C.	2.2 NAME	
STREET ADDRESS	10750 COLUMBIA PIKE	2.3 STREET ADDRESS	
CITY-ST-ZIP	SILVER SPRING MD	2.4 CITY-ST-ZIP	
TITLE	PCOO	3.1 TITLE	[] Change [] Addition
NAME	DENARDO, DONNA L.	3.2 NAME	
STREET ADDRESS	10750 COLUMBIA PIKE	3.3 STREET ADDRESS	
CITY-ST-ZIP	SILVER SPRING MD	3.4 CITY-ST-ZIP	
TITLE	S	4.1 TITLE	[] Change [] Addition
NAME	REMPE, JAMES H.	4.2 NAME	
STREET ADDRESS	10750 COLUMBIA PIKE	4.3 STREET ADDRESS	
CITY-ST-ZIP	SILVER SPRING MD	4.4 CITY-ST-ZIP	
TITLE	VPFO	5.1 TITLE	[] Change [] Addition
NAME	MACOMBER, SCOTT T.	5.2 NAME	
STREET ADDRESS	10750 COLUMBIA PIKE	5.3 STREET ADDRESS	
CITY-ST-ZIP	SILVER SPRING MD	5.4 CITY-ST-ZIP	
TITLE	VC	6.1 TITLE	[] Change [] Addition
NAME	TOMASSO, DONALD C.	6.2 NAME	
STREET ADDRESS	10750 COLUMBIA PIKE	6.3 STREET ADDRESS	
CITY-ST-ZIP	SILVER SPRING MD	6.4 CITY-ST-ZIP	

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14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: [Signature]
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

ASST. TREASURER

APR 24 1996

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VITALINK PHARMACY SERVICES, INC.

Directors

Stewart Bainum, Jr., Donna L. DeNardo, Anil K. Gupta, Donald C. Tomasso, Marvin Wilensky, Harold Blumenkrantz, James A. MacCutcheon, James H. Rempe, Joseph R. Buckley.

Officers

Stewart Bainum, Jr.	Vice Chairman
Donald C. Tomasso	Chairman & Chief Executive Officer
Donna L. DeNardo	President & Chief Operating Officer
Vincent C. DiTrapano	Sr. VP, Operations
Scott T. Macomber	VP, Finance & Chief Financial Officer
Stephen A. Thompson	VP, Human Resources & Administration
James H. Rempe	Secretary
James A. MacCutcheon	Treasurer
✓ Gerald F. Hickey	Assistant Treasurer
K. Peter Kemezys	Assistant Secretary

April 4, 1996

VITALINK PHARMACY SERVICES, INC.

Donald C. Tomasso
Chairman & CEO

13145 Scarlet Oak Drive
Darnestown, MD 20878

Stewart Bainum, Jr.
Vice Chairman

12 Primrose Street
Chevy Chase, MD 20815

Donna L. DeNardo
Director, President & COO

5 N 321 Harvest Lane
St. Charles, IL 60175

Anil K. Gupta
Director

1505 Hugo Circle
Silver Spring, MD 20906

Joseph Buckley
Director

7843 Oracle Place
Potomac, MD 20854

Marvin Wilensky
Director

300 Eagleton Estates Drive
Palm Beach Gardens, FL 33418

Harold Blumenkrantz
Director

32 Palmer Avenue
West Long Branch, NJ 07764

Meridian Center 3
6 Industrial Way, West
Bay 1-A
Eatontown, NJ 07724

James H. Rempe
Director & Secretary

7610 Connecticut Avenue
Chevy Chase, MD 20815

James A. MacCutcheon
Director & Treasurer

1809 Brooktrail Court
Vienna, VA 22182

Vincent C. DiTrapano
Sr. VP, Operations

102 Deborah Dr.
Wyomissing, PA 19610

Scott T. Macomber
VP, Finance & CFO

1419 Saranell Avenue
Naperville, IL 60540

4-4

Stephen A. Thompson
VP, Human Resources &
Administration

14 Bridgeport Lane
Geneva, IL 60134

K. Peter Kemezys
Assistant Secretary

15025 Whitegate Rd.
Silver Spring, MD 20904

Gerald F. Hickey
Assistant Treasurer

11901 Lanner Place
Laurel, MD 20708

April 4, 1996