

Document Number Only

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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
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Attn: Jeff Netherton

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*****70.00 *****70.00

CORPORATION(S) NAME

CVS AL Distribution, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 28 PM 1:57

Name _____ 03/28/00
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Document _____
Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

RECEIVED
00 MAR 28 AM 11:54
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
STATE

2/28

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

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1. CVS AL Distribution, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Alabama

(State or country under the law of which it is incorporated)

3. 05-0501914

(FEI number, if applicable)

4. 11-25-1998

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Filing
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. One CVS Drive Woonsocket RI 02895

(Current mailing address)

8. to store and distribute merchandise of all types and any other lawful business or activity

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

Lauren H. Kreatz
(Registered agent's signature)

LAUREN H. KREATZ,
SPECIAL ASSISTANT SECRETARY

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Charles C. Conaway

Address: One CVS Drive Woonsocket RI 02895

Vice Chairman: _____

Address: _____

Director: Larry J. Zigerelli

Address: One CVS Drive Woonsocket RI 02895

Director: Zenon P. Lankowsky

Address: One CVS Drive Woonsocket RI 02895

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Charles C. Conaway

Address: One CVS Drive Woonsocket RI 02895

Vice President: Zenon P. Lankowsky

Address: One CVS Drive Woonsocket RI 02895

Secretary: Zenon P. Lankowsky

Address: One CVS Drive Woonsocket RI 02895

Treasurer: Larry Solberg

Address: One CVS Drive Woonsocket RI 02895

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Melanie K. Luker
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Melanie K. Luker, Assistant Secretary
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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CVS AL DISTRIBUTION, INC.

An Alabama corporation

DIRECTORS:

Charles C. Conaway
Lawrence J. Zigerelli
Zenon P. Lankowsky

ADDRESS FOR ALL:

One CVS Drive
Woonsocket, RI 02895

OFFICERS:

Charles C. Conaway	President
Lawrence J. Zigerelli	Vice President
Larry J. Merlo	Vice President
Henri J. "Hank" Mackor	Vice President
Charles E. Golden	Vice President
Herbert G. Johnson	Vice President
Ronald E. Link	Vice President
Francis J. Hall	Vice President
Robert E. Nault	Vice President
Joseph D. Cassick	Vice President
Zenon P. Lankowsky	Vice President and Secretary
Larry D. Solberg	Vice President and Treasurer
Philip C. Galbo	Vice President and Assistant Treasurer
Michael K. Golub	Vice President
Joseph P. Couture	Asst. Treasurer
Edward J. Sturgeon	Asst. Treasurer
Ronald E. Lemieux	Asst. Treasurer
Susanne L. Harrod	Asst. Secretary
Diane McMonagle-Glass	Asst. Secretary
Christine L. Egan	Asst. Secretary
Thomas S. Moffatt	Asst. Secretary
Melanie K. Luker	Asst. Secretary
Linda M. Cimbron	Asst. Secretary

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STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that CVS AL Distribution, Inc. incorporated in Montgomery County, Montgomery, Alabama on November 25, 1998.

I further certify that the records do not disclose that said CVS AL Distribution, Inc. has been dissolved.

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STATE
SECRETARY OF CORPORATIONS
DIVISION
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In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

March 27, 2000

Date

Jim Bennett

Jim Bennett

Secretary of State