

Division of Corporations

Page 1 of 2

FD3000002719

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000204468 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : CORPORATION SERVICE COMPANY /SAL
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 521-1030

File 1st

FOREIGN PROFIT QUALIFICATION

ADVANCEPCS HOLDING CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

03 MAY 30 PM 3:34 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 MAY 30 PM 2:59
DIVISION OF CORPORATION

FILED

5-30-03

H03000204468 0

**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.*

1. ADVANCEPCS HOLDING CORPORATION

(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. Delaware

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

3. 94-3040479

(FEI number, if applicable)

4. 06/09/1987

(Date of incorporation)

5. Perpetual

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

6. upon filing

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 750 West John Carpenter Freeway, Suite 1200, Irving, TX, 75039.

(Principal office address)

750 West John Carpenter Freeway, Suite 1200, Irving, TX, 75039.

(Current mailing address)

8. To engage in any lawful act or activities permitted by law.

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(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.

Corporation Service Company

Dolores Burton

(Registered agent's signature)

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.

H03000204468 0

12. Names and business addresses of officers and/or directors:

H03000204468 0

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. [Signature]

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Shawn Shearer, Assistant Secretary

(Typed or printed name and capacity of person signing application)

H03000204468 0

H03000204468 0

AdvancePCS Holding Corporation
Officer/Director Listing

David D. Halbert	Director	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039
T. Danny Phillips	Director	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039
Laura I. Johansen	Director	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039
David D. Halbert	Chairman, President & Chief Executive Officer	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039
T. Danny Phillips	EVP, Corp. Development	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039
Yon Y. Jorden	EVP, CFO	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039
Laura I. Johansen	V.P. & Secretary	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039
Stephen Houk	Treasurer	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039
Sue Redman	Asst. Treasurer	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039
Shawn Shearer	Asst. Secretary	750 W. John Carpenter Frwy, Ste 1200 Irving, TX 75039

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY 30 PM 3:34

AND
FILED

H03000204468 0

H03000204468 0

PAGE 1

Delaware

The First State

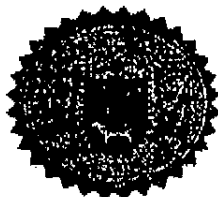
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADVANCEPCS HOLDING CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF MAY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ADVANCEPCS HOLDING CORPORATION" WAS INCORPORATED ON THE NINTH DAY OF JUNE, A.D. 1987.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

H03000204468 0



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2128613 8300

AUTHENTICATION: 2440866

030349048

DATE: 05-28-03