

F95000003972

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

800001551148
-08/01/95--01105--005
*****70.00 *****70.00

SUBJECT: HEALTHCARE DELIVERY SYSTEMS, INC., dba HEALTHCARE
(Name of corporation - must include suffix)
DELIVERY SYSTEMS OF ARIZONA, INC.

Dear Sir or Madam:

W95-15482

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Lorraine E. Peetz
(Name of Person)
McKesson Corporation
(Firm/Company)
One Post Street, Ste. 2950
(Address)
San Francisco, CA 94104
(City, State and Zip Code)

W95-15482
42 AUG 17 PM 10:24
SECTION 711.50
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

Lorraine E. Peetz at (415) 983 - 8331
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 2, 1995

LORRAINE E. PEETZ
MCKEESON CORPORATION
ONE POST STREET, SUITE 2950
SAN FRANCISCO, CA 94104

SUBJECT: HEALTHCARE DELIVERY SYSTEMS OF ARIZONA, INC.
Ref. Number: W95000015482

We have received your document for HEALTHCARE DELIVERY SYSTEMS OF ARIZONA, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

In order to adopt the name DELIVERY SYSTEMS OF ARIZONA, INC., the corporation must complete and submit the attached "Resolution of Board of Directors."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 795A00036336

McKesson

VIA FEDERAL EXPRESS

August 9, 1995

Leo Rivers
Document Examiner
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Healthcare Delivery Systems, Inc.,
a Delaware corporation
Reference No.: W95000015482
Letter Number: 795A00036336

Dear Mr. Rivers:

In accordance with our telephone conversation yesterday, I attach herewith a duly executed Certificate in order to comply with your request to adopt the assumed name, "Healthcare Delivery Systems of Arizona, Inc." with respect to the above-referenced corporation.

Should you have any questions, please do not hesitate to contact me at (415) 983-8331.

Very truly yours,



Lorraine E. Peetz
Assistant Secretary

LEP:ams

Attachment



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 11, 1995

LORRAINE E. PEETZ
MCKEESON CORPORATION
ONE POST STREET, SUITE 2950
SAN FRANCISCO, CA 94104

SUBJECT: HEALTHCARE DELIVERY SYSTEMS OF ARIZONA, INC.
Ref. Number: W95000015482

We have received your document for HEALTHCARE DELIVERY SYSTEMS OF ARIZONA, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

The documents you submitted (and which we are returning with this letter) do not list the new name you wish to adopt. As I advised you on the telephone August 8, 1995, you may use either our form or you may type your own, but the resolution must state that the board of directors resolve to adopt a name for use in Florida, and the resolution must state the name the board of directors wish to adopt. For your convenience, another blank resolution form is attached.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 895A00037653

McKesson

VIA FEDERAL EXPRESS

August 16, 1995

Lee Rivers
Document Examiner
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Healthcare Delivery Systems, Inc.,
a Delaware corporation
Reference No.: W95000015482
Letter Number: 895A00037653

Dear Mr. Rivers:

In accordance with my telephone conversation yesterday with your office, I attach herewith certified resolutions adopted by unanimous written consent of the Board of Directors of the above-referenced corporation on August 15, 1995, in order to comply with your request to adopt the assumed name, "Healthcare Delivery Systems of Arizona, Inc." in the State of Florida.

Should you have any questions, please do not hesitate to contact me at (415) 983-8331.

Very truly yours,



Lorraine E. Peetz
Assistant Secretary

LEP:ams

Attachment

CERTIFIED COPY OF EXCERPTS FROM RESOLUTIONS
adopted by the
BOARD OF DIRECTORS
of
HEALTHCARE DELIVERY SYSTEMS, INC.

WHEREAS, the Corporation is unable to qualify under its true corporate name in order to transact business in several states because of conflicting prior registrations; and

WHEREAS, certain of such states will permit the Corporation to do business under the name Healthcare Delivery Systems of Arizona, Inc. as an assumed name;

NOW, THEREFORE, BE IT RESOLVED, that the Corporation will transact business in the State of Florida under the name of Healthcare Delivery Systems of Arizona, Inc., and that the Corporation is directed to file a certified copy of this resolution with the Florida Department of State;

RESOLVED, FURTHER, that the proper officers of the Corporation are authorized and empowered to prepare and file the appropriate documents in any state where the Corporation is unable to qualify to transact business under its true corporate name so as to permit the Corporation to do business in such state under an assumed name.

I CERTIFY that the foregoing is a true and correct copy of excerpts from resolutions duly adopted by the Board of Directors of Healthcare Delivery Systems, Inc., acting by Unanimous Written Consent without a meeting on August 15, 1995, and that said resolutions have not been rescinded or amended and are now in full force and effect.

WITNESS my hand and the seal of said Corporation this 16th day of August, 1995.



Lorraine E. Peetz
Assistant Secretary

RECEIVED
AUG 17 1995
STATE OF FLORIDA
DEPARTMENT OF STATE

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

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

1. HEALTHCARE DELIVERY SYSTEMS, INC.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words of
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. State of Delaware

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

3. 94-3205587

(FEI number, if applicable)

4. June 17, 1994

(Date of incorporation)

5. perpetual

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

6. upon qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.153, F.S.)

7. c/o McKesson Corporation, One Post St., Ste. 2950

San Francisco, CA 94014- ATTN: Lorraine E. Peetz

(Current mailing address)

Provides cost and information management services to drug manufacturers and others to
facilitate the delivery of diagnostics, drug and biological therapies and medical devices

8. to patients and providers, and markets pharmaceutical products

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

9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hayes Street, Ste. 105

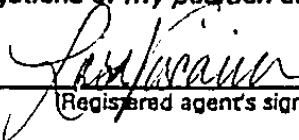
Tallahassee

, 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.*



(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.

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

A. DIRECTORS

Chairman: SEE ATTACHED DIRECTORS' LIST

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President SEE ATTACHED OFFICER'S LIST

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.

Lorraine E. Peetz

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

14.

Lorraine E. Peetz, Assistant Secretary

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

HEALTHCARE DELIVERY SYSTEMS, INC.

Officers and Directors

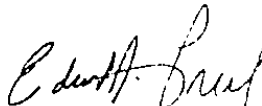
<u>Name and Title</u>	<u>Business Address</u>
David L. Mahoney President and Director	McKesson Corporation One Post Street San Francisco, CA 94104
Michael E. Stanfill Executive Vice President	9700 N. 91st Street, Suite 232 Scottsdale, AZ 85260
Patrick A. Broderick Vice President	McKesson Corporation One Post Street San Francisco, CA 94104
Arthur Chong Vice President and Director	McKesson Corporation One Post Street San Francisco, CA 94104
Steve M. Hoffman Vice President Product Development	9700 N. 91st Street, Suite 232 Scottsdale, AZ 85260
Alan C. Hu Vice President Information Systems and Services	9700 N. 91st Street, Suite 232 Scottsdale, AZ 85260
Nancy A. Miller Vice President, Secretary and Director	McKesson Corporation One Post Street San Francisco, CA 94104
Randall A. Perry Vice President Reimbursement and Pricing	9700 N. 91st Street, Suite 232 Scottsdale, AZ 85260
Margaret M. Pfau Vice President Administration and Finance	9700 N. 91st Street, Suite 232 Scottsdale, AZ 85260
Garret A. Scholz Vice President	McKesson Corporation One Post Street San Francisco, CA 94104
Jon W. d'Alessio Treasurer	McKesson Corporation One Post Street San Francisco, CA 94104
Dana T. Iapicca Assistant Secretary	McKesson Corporation One Post Street San Francisco, CA 94104
Lorraine E. Peetz Assistant Secretary	McKesson Corporation One Post Street San Francisco, CA 94104
Alan M. Pearce Assistant Treasurer	McKesson Corporation One Post Street San Francisco, CA 94104

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEALTHCARE DELIVERY SYSTEMS, INC." 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-FIFTH DAY OF JULY, A.D. 1995.

RECEIVED
JUL 27 1995
STATE OF DELAWARE
OFFICE OF THE SECRETARY OF STATE




Edward J. Freel, Secretary of State

AUTHENTICATION

2411638 8300

950164230

DATE 7583835
07-25-95