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(Requestor's Name)

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PICK-UP WAIT MAIL

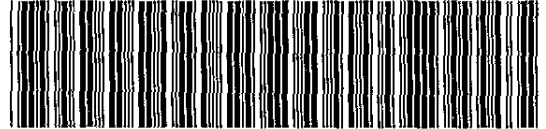
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N.C.

C. Ocullette DEC 10 2003

CT CORPORATION

December 10, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5989658 SO
Customer Reference 1: N/A
Customer Reference 2: N/A

Dear Secretary of State, Florida:

Please file the attached:

Genesis Health Ventures, Inc. (PA)
New Name: NeighborCare, Inc.
Evidence of Amendment
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Brigham Weir
Fulfillment Specialist
Brigham_Weir@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

(Document number of corporation (if known))

1. Genesis Health Ventures, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Pennsylvania (Incorporated under laws of) 3. 8/21/96 (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? December 2, 2003

5. NeighborCare, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

NeighborCare, Inc.
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

Michael S. Sherman
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Michael S. Sherman
(Typed or printed name of person signing)

12/1/03
(Date)

VP & Asst. Corp. Sec.
(Title of person signing)

FILED
03 DEC 10 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

December 08, 2003

TO ALL WHOM THESE PRESENTS SHALL COME , GREETING :

I DO HEREBY CERTIFY, That from an examination of the indices and records of this department, it appears that Articles of Amendment were filed pursuant to the laws of the Commonwealth of Pennsylvania on November 21, 2003, effective December 2, 2003 at 12:01 A.M. for GENESIS HEALTH VENTURES, INC., a Pennsylvania corporation , incorporated May 16, 1985, whereby the name was changed to NEIGHBORCARE, INC.

I DO FURTHER CERTIFY, That NEIGHBORCARE, INC. remains a subsisting Pennsylvania corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF , I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Peter C. Cortes

Secretary of the Commonwealth

dboyer