

File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

FILED

99 MAY 17 PM 4: 48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILING FEE \$ 188.75 Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company
DOCUMENT # M96000000458

MERCK-MEDCO MANAGED CARE, L.L.C.
MERCK & CO., INC.
ONE MERCK DRIVE, W52F96
WHITEHOUSE STATION NJ 08889-0100

1a. Principal Place of Business Address
100 SUMMIT AVENUE
MONTVALE NJ 07645

2 Principal Place of Business
Suite, Apt. #, etc.
City & State
Zip Country

2a. Mailing Address
Suite, Apt. #, etc.
City & State
Zip Country

3. Date Organized or Qualified
11/20/1996

3a. State of Formation
DE

4. FEI Number
22-3461740
 Applied For
 Not Applicable

5. Date of Last Report
05/04/1998

6. Certificate of Status Desired
\$8.75 Additional Fee Required

7. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

B. Name and Address of New Registered Agent/Office
Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, etc. 300002883263-8
City
Zip Code
FL

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment) (FP) (Registered Agent signature required when registration)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	DORSA, CAROLINE	ONE MERCK DRIVE	WHITEHOUSE STATION N
MGR	KANTER, CARL I	100 SUMMIT AVENUE	MONTVALE NJ
MGR	WEINSTEIN, BERT I	100 SUMMIT AVENUE	MONTVALE NJ
MGR	VALESIO, JOSEPH V	100 SUMMIT AVENUE	MONTVALE NJ
MGR	MCGOVERN, ROBERT	ONE MERCK DRIVE	WHITEHOUSE STATION N
MGR	FINDLING, MICHAEL	ONE MERCK DRIVE	WHITEHOUSE STATION N

11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (i), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE: *Robert M. McGovern* Robert McGovern 4/27/99 908-413-1000