

M9700000/53

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. SALLY
EXAMINER
FEB 16 2012

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CPS MedManagement, LLC
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed withdrawal and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Chris Hamilton

(Name of Person)

Farris Bobango Branan, PLC

(Firm/Company)

999 S. Shady Grove Road, Ste. 500

(Address)

Memphis, TN 38120

(City/State and Zip Code)

For further information concerning this matter, please call:

Chris Hamilton

(Name of Person)

at (901) 259-7128

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☒ \$25 Filing Fee

☐ \$30 Filing Fee &
Certificate of Status

☐ \$55 Filing Fee &
Certified Copy

☐ \$60 Filing Fee,
Certificate of Status &
Certified Copy

FARRIS BOBANGO BRANAN PLC

ATTORNEYS AT LAW

999 S. Shady Grove Road, Suite 500 / Memphis, TN 38120
901-259-7100 / Fax 901-259-7150
www.farrisbobango.com

February 3, 2012

Florida Secretary of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Certificate of Withdrawal for CPS MedManagement, LLC (Florida
Document Number M97000000153)

Dear Sir or Madam:

We are writing to inform the State of Florida that CPS MedManagement, LLC has merged with and into Comprehensive Pharmacy Services, Inc. ("CPS"), a Delaware corporation with Florida State ID Number F00000002569, effective December 31, 2011, with CPS surviving the merger.


Enclosed please find for filing the Application By Foreign Limited Liability Company For Withdrawal of Authority to Transact Business in Florida of CPS MedManagement, LLC along with a check made payable to the Florida Department of State in the amount of \$25.00 representing the required filing fee. Please return evidence of filing using the enclosed, self-addressed envelope. Please send any correspondence to the following address:

Farris Bobango Branam PLC
Attn: Chris Hamilton
999 S. Shady Grove, Suite 500
Memphis, Tennessee 38120

If you have any further questions or concerns regarding this matter, please do not hesitate to contact me at (901)259-7128 or chamilton@farris-law.com.

Sincerely,

FARRIS BOBANGO BRANAN PLC



Chris Hamilton



**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY
FOR WITHDRAWAL OF AUTHORITY TO
TRANSACTION BUSINESS IN FLORIDA
OF
CPS MEDMANAGEMENT, LLC**

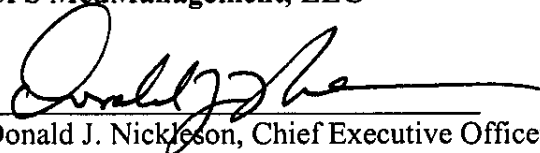
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12 FEB 13 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, pursuant to § 608.511 Florida Statutes, sets forth the following:

1. The name of the limited liability company is CPS MedManagement, LLC (the "Company").
2. The Company's jurisdiction of organization is Delaware.
3. The Company's Florida Document Number is M97000000153.
4. The Company is no longer transacting business in Florida and surrenders its authority to transact business in Florida.
5. The Company revokes the authority of its registered agent to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action during the time it was authorized to transact business in Florida.
6. The Company's mailing address is 6409 Quail Hollow Road, Memphis, Tennessee 38120.
7. The Company agrees to notify the Department of State in the future of any change in its mailing address.

In Witness Whereof, this Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida was executed this ____ day of February, 2012.

CPS MedManagement, LLC



Donald J. Nickleson, Chief Executive Officer