

2010 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# M98000001050

FILED
Apr 16, 2010
Secretary of State

Entity Name: BADGER ACQUISITION OF BROOKSVILLE LLC

Current Principal Place of Business:

100 E RIVERCENTER BLVD., STE 1600
COVINGTON, KY 41011

New Principal Place of Business:

Current Mailing Address:

100 E RIVERCENTER BLVD., STE 1600
SUITE 800
COVINGTON, KY 41011

New Mailing Address:

FEI Number: 52-2119870

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL 323012525 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: _____

Electronic Signature of Registered Agent

Date

MANAGING MEMBERS/MANAGERS:

Title: MGRM
Name: BADGER ACQUISITION LLC
Address: 100 EAST RIVERCENTER BLVD, STE 1600
City-St-Zip: COVINGTON, KY 41011

Title: MGR
Name: NEIGHBORCARE PHARMACY SERVICES, INC.
Address: 100 EAST RIVERCENTER BLVD, STE 1600
City-St-Zip: COVINGTON, KY 41011

I hereby certify that the information indicated on this report is true and accurate and that my electronic 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.

SIGNATURE: REGIS ROBBINS

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04/16/2010

Electronic Signature of Signing Managing Member, Manager, or Authorized Representative / Date