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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P32899 1. Corporation Name VALUERX PHARMACY PROGRAM, INC.			
Principal Place of Business 4700 NATHAN LANE NORTH PLYMOUTH MN 55442 US		Mailing Address 4700 NATHAN LANE NORTH PLYMOUTH MN 55442 US	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24 25		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29 30	
9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code	
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation 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 the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.			
SIGNATURE Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD TOAN, BARRETT A 14000 RIVERPORT DRIVE MARYLAND HEIGHTS MO 63043	1.1 TITLE	B Gretchen Gates Kelly 4700 Nathan Lane North Plymouth, MN 55442
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	TD PAZ, GEORGE 14000 RIVERPORT DRIVE MARYLAND HEIGHTS MO 63043	2.1 TITLE	S Keith J. Ebling 14000 Riverport Drive Maryland Heights MO 63043
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	D BASCOMB, STUART 14000 RIVERPORT DRIVE MARYLAND HEIGHTS MO 63043	3.1 TITLE	V David Overman 4700 Nathan Lane North Plymouth, MN 55442
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	S BOUDREAU, THOMAS 14000 RIVERPORT DRIVE MARYLAND HEIGHTS MO 63043	4.1 TITLE	V Pat Byrne 4700 Nathan Lane North Plymouth, MN 55442
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	S PORTER, RONALD 4700 NATHAN LANE NORTH PLYMOUTH MN 55442	5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	SVP FLAGSTAD, MICHAEL S 4700 NATHAN LANE NORTH PLYMOUTH MN 55442	6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

SIGNATURE:

Keith J. Ebling
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

(314) 770-1666
Daytime Phone #

CR2E034 (11/98)

P32899
444731-90127-44

ValueRx Pharmacy Program, Inc.
14000 Riverport Drive
Maryland Heights, Missouri 63043
FEIN: 38-2574885

List of Directors and Officers

President and Director	Barrett A. Toan
Senior Vice President, Chief Financial Officer and Director	George Paz
Director	Stuart L. Bascomb
Senior Vice President	Pat Byrne
Vice President	David Overman
Secretary	Thomas M. Boudreau
Assistant Secretary	Keith J. Ebling
Assistant Secretary	Gretchen Gates Kelly