

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT
CORPORATION
ANNUAL REPORT

1996



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham

Secretary of State

DIVISION OF CORPORATIONS

DOCUMENT # P32926

(8)

1. Corporation Name

THRIFT DRUG, INC.

Principal Place of Business

615 ALPHA DRIVE
PITTSBURGH PA 15238

Mailing Address

P.O. BOX 10001
CORPORATE TAX A/2-700
DALLAS TX 75301-1205

2. Principal Place of Business

2a. Mailing Address

21

Suite, Apt. #, etc.

26

Suite, Apt. #, etc.

22

City & State

27

City & State

23

Zip

Country

28

Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

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 607.0503, Florida Statutes.

SIGNATURE

Signature of person authorized to register corporation

(NOTE: Registered Agent signature is required on this filing)

DATE

12. OFFICERS AND DIRECTORS

TITLE	C	[] DELETE
NAME	PRINDIVILLE, T.S.	
STREET ADDRESS	5609 BENT TREE DRIVE	
CITY- ST- ZIP	DALLAS TX	
TITLE	P	[] DELETE
NAME	HANNAN, R.W.	
STREET ADDRESS	9367 N. FLORENCE DRIVE	
CITY- ST- ZIP	PITTSBURGH PA	
TITLE	P	[] DELETE
NAME	CIVELLO, A.N.	
STREET ADDRESS	5 WINDSOR ROAD	
CITY- ST- ZIP	PITTSBURGH PA	
TITLE	V	[] DELETE
NAME	CERRA, ENZO	
STREET ADDRESS	9810 PRESIDENTIAL DRIVE	
CITY- ST- ZIP	ALLISON PARK PA	
TITLE	D	[] DELETE
NAME	MARASCO, F.A.	
STREET ADDRESS	6501 LEGACY DRIVE	
CITY- ST- ZIP	PLANO TX	
TITLE	V	[] DELETE
NAME	METTING, E.C.	
STREET ADDRESS	4394 KILBERT DRIVE	
CITY- ST- ZIP	ALLISON PARK PA	

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1. TITLE

[] Change [] Addition

2. NAME

3. STREET ADDRESS

4. CITY- ST- ZIP

5. TITLE

[] Change [] Addition

6. NAME

7. STREET ADDRESS

8. CITY- ST- ZIP

9. TITLE

[] Change [] Addition

10. NAME

11. STREET ADDRESS

12. CITY- ST- ZIP

13. TITLE

[] Change [] Addition

14. NAME

15. STREET ADDRESS

16. CITY- ST- ZIP

17. TITLE

[] Change [] Addition

18. NAME

19. STREET ADDRESS

20. CITY- ST- ZIP

21. TITLE

[] Change [] Addition

22. NAME

23. STREET ADDRESS

24. CITY- ST- ZIP

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: T.M. Comerford

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

DATE

FILE NO. / FILING #

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3. Date Incorporated or Qualified

02/22/1991

3a. Date of Last Report

05/01/1995

4. FEI Number

22-2098063

Applied For
Not Applicable

5. Certificate of Status Desired

[]

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

[]

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes.

[X] Yes [] No

10. Name and Address of New Registered Agent

CR2E034 (12/95)

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Thrift Drug, Inc.
Officers and Directors

TITLE	NAME	RESIDENTIAL ADDRESS	BUSINESS ADDRESS
Chairman of the Board	J.E. Fesperman	6524 Dartbrook Drive Dallas, TX 75240	2700 West Plano Parkway Plano, TX 75075
President & CEO	R. W. Hannan	9367 N. Florence Drive Pittsburgh, PA 15237	615 Alpha Drive Pittsburgh, PA 15238
President of Stores	A. N. Civello	5 Windsor Road Pittsburgh, PA 15215	615 Alpha Drive Pittsburgh, PA 15238
President - Greenwood Pharmacy	C.T. Cricks	26 Lois Lane Mercer, PA 16137	109 South Sharpsville Avenue Sharon, PA 16146
President, Express Pharmacy Services	F.A. Marasco	RD 8 Greensburg, PA 15601	615 Alpha Drive Pittsburgh, PA 15238
Executive Vice- President - Merchandise & Distribution	Enzo Cerra	50 Fox Pointe Drive Pittsburgh, PA 15238	615 Alpha Drive Pittsburgh, PA 15238
Senior Vice-President - Administration	D. J. Cuff	163 Druid Drive McMurray, PA 15317	615 Alpha Drive Pittsburgh, PA 15238
Executive Vice- President - Marketing & Info. Systems	J. J. Lesko	1204 Woodhill Drive Gibsonia, PA 15044	615 Alpha Drive Pittsburgh, PA 15238
Senior Vice-President - Finance, Real Estate & Treasurer	E. C. Metting	4394 Kilbert Drive Allison Park, PA 15101	615 Alpha Drive Pittsburgh, PA 15238
Vice-President - Controller	D. P. Miller	222 Trotwood Drive Pittsburgh, PA 15241	615 Alpha Drive Pittsburgh, PA 15238
Vice President, Counsel & Assistant Secretary	J. C. Bartolacci	250 Deerpath Road New Kensington, PA 15068	615 Alpha Drive Pittsburgh, PA 15238
Vice President, Facilities, Planning & Construction & Director of Inventory Management	B. J. Dorsett	421 Staghorn Drive Wexford, PA 15090	615 Alpha Drive Pittsburgh, PA 15238
Vice President, Distribution	G. Garrison	N/A	c/o Thrift Drug, Inc.
Vice President, Information Systems	M.L. Halapin	N/A	615 Alpha Drive Pittsburgh, PA 15238
Vice-President - Managed Care	D. J. Halpern	1624 Holly Hill Drive Bethel Park, PA 15102	615 Alpha Drive Pittsburgh, PA 15238
Vice President - Merchandise	T. H. Kutosky	10 Barrington Drive Pittsburgh, PA 15209- 1721	615 Alpha Drive Pittsburgh, PA 15238
Vice President, Sales & Client Service (EPS)	L. D. McDonald	616 Berverly Road Pittsburgh, PA 15243	620 Epsilon Drive Pittsburgh, PA 15238

Thrift Drug, Inc.
Officers and Directors

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TITLE	NAME	RESIDENTIAL ADDRESS	BUSINESS ADDRESS
ident - onal & Public Affairs	J. L. Meikle	2848 Ridge Drive Allison Park, PA 15101	615 Alpha Drive Pittsburgh, PA 15238
ident - Resources	R. W. Perrin	2503 Chelsea Row Murrysville, PA 15668	615 Alpha Drive Pittsburgh, PA 15238
ident - dise & Distribution	R. E. Petri	5143 Prince Phillip Court Gibsonia, PA 15044	615 Alpha Drive Pittsburgh, PA 15238
ident - ministration	R. E. Progar	109 Pilgrim Drive Sewickley, PA 15143	615 Alpha Drive Pittsburgh, PA 15238
ident - cy Services	D. S. Santo	4216 Mt. Royal Blvd. Allison Park, PA 15101	615 Alpha Drive Pittsburgh, PA 15238
ident - rations	J. F. Smith	2495 Dogwood Drive Wexford, PA 15090	615 Alpha Drive Pittsburgh, PA 15238
ident, ceutical Purchasing	R. S. Verscharen	115 Tippicanoe Drive Pittsburgh, PA 15611	615 Alpha Drive Pittsburgh, PA 15238
I Vice-President - y Region	R. D. Johnson	635 Ravencrest Road Pittsburgh, PA 15215	615 Alpha Drive Pittsburgh, PA 15238
I Vice-President - Region	S. L. Talamo	2127 Turk Road Doylestown, PA 18901	615 Alpha Drive Pittsburgh, PA 15238
I Vice-President - Region	G. E. Thompson	3194 Country Club Court Kennesaw, GA 30144	615 Alpha Drive Pittsburgh, PA 15238
y	E. S. Jones	3404 Wheatland Lane Plano, TX 75025	6501 Legacy Drive Plano, Texas 75024-3698
t Treasurer	B. A. Dubyak	10 Wellington Drive Pittsburgh, PA 15229	615 Alpha Drive Pittsburgh, PA 15238
t Secretary	T. M. Comerford	4324 Cedarbrush Drive Dallas, TX 75229	6501 Legacy Drive Plano, Texas 75024-3698
t Secretary	A. R. Silhol	290 Roycroft Avenue Pittsburgh, PA 15234	615 Alpha Drive Pittsburgh, PA 15238
t Secretary	J. J. Vawrinek	6325 Mercedes Avenue Dallas, TX 75214	6501 Legacy Drive Plano, Texas 75024-3698
	Enzo Cerra	50 Fox Pointe Drive Pittsburgh, PA 15238	615 Alpha Drive Pittsburgh, PA 15238
	A. N. Civello	5 Windsor Road Pittsburgh, PA 15216	615 Alpha Drive Pittsburgh, PA 15238
	D. J. Cuff	163 Druid Drive McMurray, PA 15317	615 Alpha Drive Pittsburgh, PA 15238
	J.E. Fesperman	6524 Dartbrook Drive Dallas, TX 75240	2700 West Plano Parkway Plano, TX 75252

Thrift Drug, Inc.
Officers and Directors

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TITLE	NAME	RESIDENTIAL ADDRESS	BUSINESS ADDRESS
	R. W. Hannan	9367 N. Florence Drive Pittsburgh, PA 15237	615 Alpha Drive Pittsburgh, PA 15238
	J. J. Lesko	1204 Woodhill Drive Gibsonia, PA 15044	615 Alpha Drive Pittsburgh, PA 15238
	F. A. Marasco	RD 8 Greensburg, PA 15601	615 Alpha Drive Pittsburgh, PA 15238
	E. C. Metting	4394 Kilbert Drive Allison Park, PA 15101	615 Alpha Drive Pittsburgh, PA 15238
	T. S. Prindiville	5609 Bent Tree Drive Dallas, TX 75248	6501 Legacy Drive Plano, Texas 75024-3698
	J. D. Williams	N/A	182 Tabor Road Morris Plains, NJ 07950