



THE UNITED STATES
CORPORATION
COMPANY

P40760

ACCOUNT NO. : 072100000032

REFERENCE : 628830 4391033

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 35.00

ORDER DATE : December 9, 1997

ORDER TIME : 9:43 AM

ORDER NO. : 628830-255

500002380715--4

CUSTOMER NO: 4391033

CUSTOMER: Mr. David Mason
Cardinal Health, Inc.
5555 Glendon Court

Dublin, OH 43016

CHANGE OF AGENT

NAME: WHITMIRE DISTRIBUTION
CORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
XXXX PLAIN STAMPED COPY

CONTACT PERSON: Stacy L Earnest

FILED
97 DEC 23 PM 2:37 DEC 23 AM 11:01
RECEIVED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
OFFICE OF CORPORATION

PA chg
12/23

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
DELAWARE submits the following statement in order to change its registered office
or registered agent, or both, in the State Florida.

1a. The name of the corporation is: _____
WHITMIRE DISTRIBUTION CORPORATION

1b. Date of incorporation: 10/02/92 Document number P40760

2. The name and address of the current registered agent and office:
C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE PLANTATION FL 33324

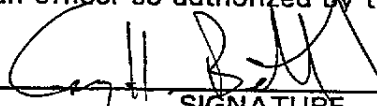
3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

CORPORATION SERVICE COMPANY

1201 Hays Street, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.


SIGNATURE
December 16, 1997
DATE

George H. Bennett, Jr., Secretary
Typed or printed name and title

FILED
97 DEC 23 11 21 33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COM-
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY

SIGNATURE By: 
ASST VICE PRESIDENT

DATE 12/17/97