

F00000005731

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 10 / 12

400003422964--7
-10/12/00--01048--019
*****8.75 *****8.75

Corporation(s) Name

Familymeds, Inc.

- Profit Amendment Merger
- Nonprofit
- Foreign Dissolution Mark
- LLC Withdrawal
- Limited Partnership UBR Other
- Reinstatement Fictitious Name Ch. RA
- UCC 1 or 3

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RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
AND BUSINESSES

***Special Instructions**

400003422964--7
-10/12/00--01048--018
*****70.00 *****70.00

Certified Copy Photocopies ACUS
 Parts/amends/mergers Other-See Above

Walk in Pick-up Will Wait

Please Return Filed Stamped
Copies To:

Jeffrey Butterfield

Thank You!

F00-5731

BA 10/12

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. Familymeds, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Connecticut
(State or country under the law of which it is incorporated)
3. 06-1283776
(FEI number, if applicable)
4. November 21, 1989
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 312 Farmington Avenue, Farmington, Connecticut 06032

(Current mailing address)

8. Retail pharmacy sales and service.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. 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 complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

C T Corporation System

Edward Gwisdalla

(Registered agent's signature) (Officer)

Edward Gwisdalla, Assistant Vice President

(Type Name and Title of Officer)

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

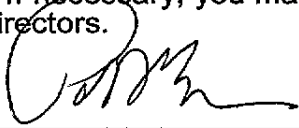
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TALLAHASSEE, FLORIDA

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Peter V. Evans, SVP and SECRETARY

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA



Corporate Headquarters
312 Farmington Avenue, Farmington, CT 06032
Phone: 860-676-1222/Fax: 860-676-1499
www.familymeds.com

**FAMILYMEDS, INC.
Officers and Directors**

Officers:

Name
Edgardo A. Mercadante
Familymeds, Inc.
312 Farmington Avenue
Farmington, CT 06032

Title
President

Residence: 23 Morgan Place
Unionville, CT 06085

Gregg W. Montgomery
Familymeds, Inc.
312 Farmington Avenue
Farmington, CT 06032

Executive Vice President

Residence: 4095 Manor Oaks Court
Export, PA 15632

Peter V. Evans
Familymeds, Inc.
312 Farmington Avenue
Farmington, CT 06032

Senior Vice President, General Counsel & Secretary

Residence: 6 Brookline Drive
West Hartford, CT 06107

Michael Pascetta
Familymeds, Inc.
312 Farmington Avenue
Farmington, CT 06032

Acting Treasurer

Residence: 64 Lakewood Road
South Glastonbury, CT 06073

Directors:

Name
Edgardo A. Mercadante
Familymeds, Inc.
312 Farmington Avenue
Farmington, CT 06032

Title
Chairman of the Board

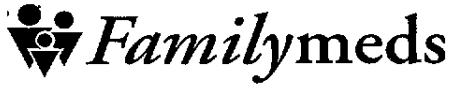
Residence: 23 Morgan Street
Unionville, CT 06085

Nicholas E. Sinacori
International Capital Partners
300 First Stamford Place
Stamford, CT 06902

Director

Residence: 163 Riverbank Road
Stamford, CT 06903-3700

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Philip Gerbino
Philadelphia College of Pharmacy
600 South 43rd Street
Philadelphia, PA 19115

Director

Residence: 28 Chatham Drive
Voorhees, NJ 08043-2955

Eve M. Kurtin
Pacific Venture Group
16830 Ventura Boulevard, Suite 244
Encino, CA 91436

Director

Residence: 13972 Aubrey Road
Beverly Hills, CA 90210

Cornelius (Neil) T. Ryan
Oxford Ventures
315 Post Road West
Westport, CT 06880

Director

Residence: 46 Shorehaven Road
East Norwalk, CT 06855

Frederick L. Bryant
ABS Capital Partners
Belle Meade Office Park
4515 Harding Rd., Suite 100
Nashville, TN 37205

Director

Residence: 4330 Chickering Lane
Nashville, TN 37215

Gerard Vecchio
Conning & Company
City Place II, 185 Asylum Street
Hartford, CT 06103

Director

Residence: 24 Village View Lane
Unionville, CT 06085

Jeannine Rivet
United Health Systems
9900 Bren Road East
Minnetonka, MN 55343

Director

Residence: 4305 Trillium Way
Minnetrista, MN 55364

Robert G. Newkirk
Validus Partners LLC
9900 Bren Road East
Minnetonka, MN 55343

Director

Residence: 4600 West 58th Street
Edina, MN 55424

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TALLAHASSEE, FLORIDA

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Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State,
and keeper of the seal thereof, DO HEREBY CERTIFY, that

ARROW CORPORATION THE

a STOCK corporation under the Connecticut General Statutes was filed
in this office on November 21, 1989. The following comprises a list of
amendments changing its name as filed in this office as of the date of _____
this certificate:

AMENDMENTS CHANGING THE NAME TO

FAMILYMEDS.COM, INC.

File Date: March 8, 2000
Effective Date: March 8, 2000

File Time: 03:21 PM
Effective Time: 03:21 PM

FAMILYMEDS, INC.

File Date: June 12, 2000
Effective Date: June 12, 2000

File Time: 02:00 PM
Effective Time: 02:00 PM

Insofar as the records of this office reveal, the corporation is in
existence.



Secretary of the State

Date Issued: October 10, 2000