



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615
Telephone: (401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2008

1. Corporate ID No. 000143236

2. Name of Corporation Medco Health Solutions, Inc.

3. Street Address Principal Business Office:

No. and Street: 100 PARSONS POND DRIVE

City or Town: FRANKLIN LAKES

State: NJ

Zip: 07417

Country: USA

4. Business Phone No.

201-269-3400

5. State of Incorporation

State: DE

6. Brief Description of the Character of Business Conducted in Rhode Island

MANAGED HEALTHCARE SERVICES

7. Names and Addresses of the Officers and Directors:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
TREASURER	PETER GAYLORD	100 PARSONS POND DRIVE FRANKLIN LAKES, NJ 07417 USA
SECRETARY	DAVID S. MACHLOWITZ	100 PARSONS POND DRIVE FRANKLIN LAKES, NJ 07417 USA
PRESIDENT	KENNETH O KLEPPER JR.	100 PARSONS POND DRIVE FRANKLIN LAKES, NJ 07417- USA
VICE PRESIDENT	LORI B. MARINO	100 PARSONS POND DRIVE FRANKLIN LAKES, NJ 07417 USA
DIRECTOR	DAVID B. SNOW JR.	100 PARSONS POND DRIVE FRANKLIN LAKES, NJ 07417 USA
DIRECTOR	HOWARD W. BARKER JR.	100 PARSONS POND DRIVE FRANKLIN LAKES, NJ 07417 USA
DIRECTOR	JOHN L. CASSIS	100 PARSONS POND DRIVE FRANKLIN LAKES, NJ 07417 USA
DIRECTOR	MICHAEL GOLDSTEIN	100 PARSONS POND DRIVE FRANKLIN LAKES, NJ 07417 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP		\$0.01	1,000,000,000.00	323745835
PWP		\$0.01	10,000,000.00	0

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 20 Day of February, 2008 at 12:09:48 PM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By LORI B. MARINO
Signature of Authorized Representative of the Corporation

VICE PRESIDENT AND COUNSEL
Title

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