



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

Certificate of Authority
FOREIGN Corporation

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is:

Express Scripts Sales Operations, Inc.

2. It is incorporated under the laws of:

New Jersey

3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is: **May 23, 1991**

And the period of its duration is: **CHECK ONLY ONE BOX**

☒ Perpetual (on-going)

☐ Date certain for dissolution _____

5. The address of its principal office is:

One Express Way, St. Louis, MO 63121

6. The name and address of the initial registered agent/office of in Rhode Island:

Agent Name **Corporation Service Company**

Street Address (NOT a P.O. Box) **222 Jefferson Boulevard, Suite 200**

City/Town **Warwick**

State **RHODE ISLAND**

Zip Code **02888**

FILED

JAN 24 2017 12:27

BY CU 293987

MAIL TO:

Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Provide sales support and business development services.

8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated):

NAME	ADDRESS
Martin P. Akins	One Express Way, St. Louis, MO 63121

Check the box to indicate an attachment. ☐

8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):

OFFICE	NAME	ADDRESS
PRESIDENT	See attachment	
VICE PRESIDENT		
TREASURER		
SECRETARY		

Check the box to indicate an attachment. ☒

9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE
10,000	Common		\$0.00
10,000	Common	Class A	\$0.00

10. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located:
\$ 10,000,000

(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year:
\$ 10,000

(c) Estimate, as a percentage, the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. Note: Divide (10b) by (10a) and multiply by 100 to obtain the percentage.

0.10 %

11. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year. <div style="text-align: right; margin-right: 50px;">\$ <u>100,000,000</u></div>	(b) Estimate, in dollars, the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year. <div style="text-align: right; margin-right: 50px;">\$ <u>1,000,000</u></div>
(c) Estimate, as a percentage, the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. <i>Note: Divide (11b) by (11a) and multiply by 100 to obtain the percentage.</i> <div style="text-align: right; margin-right: 50px;">1 _____ %</div>	
12. This application must be accompanied by a Certificate of Good Standing/Letter of Status issued by the proper officer of the state or country under the laws of which it is incorporated that is dated within 60 days of the filing of this document.	
13. Date when the Certificate of Authority will be effective: CHECK ONLY ONE BOX	
<input checked="" type="checkbox"/> Date received (Upon filing)	
<input type="checkbox"/> Later effective date (Date must be no more than 90 days from the day of filing) _____	
<i>Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.</i>	
Type or Print Name of Authorized Officer <div style="font-family: cursive; font-size: 1.2em;">Timothy Smith</div>	Date <div style="font-size: 1.2em;">1/13/17</div>
Signature of Authorized Officer of the Corporation <div style="font-family: cursive; font-size: 1.2em;">[Signature]</div>	

ATTACHMENT

**STATE OF RHODE ISLAND
CERTIFICATE OF AUTHORITY**

EXPRESS SCRIPTS SALES OPERATIONS, INC.

Item 8(b) - Names and addresses of officers of the corporation:

President/Secretary	Martin P. Akins	One Express Way, St. Louis, MO 63121
Vice President	Christopher A. McGinnis	One Express Way, St. Louis, MO 63121
Vice President	John Mimlitz	One Express Way, St. Louis, MO 63121
Vice President/Treasurer	Timothy Smith	One Express Way, St. Louis, MO 63121
Assistant Secretary	Joseph Satorius	One Express Way, St. Louis, MO 63121

**STATE OF NEW JERSEY
DEPARTMENT OF THE TREASURY
DIVISION OF REVENUE AND ENTERPRISE SERVICES
SHORT FORM STANDING**

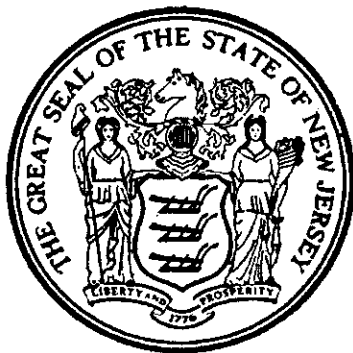
EXPRESS SCRIPTS SALES OPERATIONS, INC.
0100485050

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic For-Profit Corporation was registered by this office on May 23, 1991.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and office are:

CORPORATION SERVICE COMPANY
PRINCETON SOUTH CORPORATE CTR
STE 160, 100 CHARLES EWING BLVD
EWING, NJ 08628



IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton, this
19th day of January, 2017

Ford M. Scudder
Acting State Treasurer

Certificate Number : 6077078450

Verify this certificate online at

https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp

RECEIVED
R.I. DEPT. OF TREASURY
2017 JAN 24 PM 12:28