

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

Corp. I.D. #

85613

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

HEALTHCARE DELIVERY SYSTEMS, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is Healthcare Delivery Systems, Inc.

SECOND: The name which it elects to use in Rhode Island is

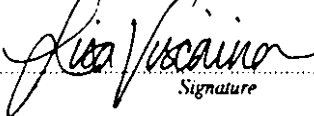
(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of the State of Delaware

FOURTH: The date of its incorporation is June 17, 1994 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is c/o The Prentice-Hall Corporation System, Inc. 32 Loockerman Square, Suite L-100, Dover, Delaware 19901

SIXTH: The address of its proposed registered office in Rhode Island is 170 Westminster St., Ste 900, Providence 02903 and the name of its proposed registered agent in Rhode Island at that address is The Prentice-Hall Corporation System, Inc.



Signature

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

provides cost and information management services to drug manufacturers and others to facilitate the delivery of diagnostics, drug and biological therapies and medical devices to patients and providers, and markets pharmaceutical products.

FILED

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EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
.....	Director	SEE ATTACHED DIRECTORS' LIST
.....	Director
.....	Director
.....
.....	President	SEE ATTACHED OFFICERS' LIST
.....	Vice President
.....	Secretary
.....	Treasurer

NINTH: 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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,000	Common	---	\$.01

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	Common	---	\$.01

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 2,000,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 21,000,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 5,000

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated July 31, 19 95 HEALTHCARE DELIVERY SYSTEMS, INC.
[Exact Corporate Name of Corporation Making Application]

By N. A. Miller
Its Vice President
and Lorraine E. Peetz
Its Asst. Secretary

STATE OF CALIFORNIA }
COUNTY OF SAN FRANCISCO } Sc.

At San Francisco, California in said County on the 31st day
of July 1995, before me personally appeared N. A. Miller and
Lorraine E. Peetz, who being by me first duly sworn, declared that
they are Vice President and ~~he is~~ the Assistant Secretary of Healthcare Delivery Systems, Inc.
that he signed the foregoing document as such officers of the
corporation, and that the statements therein contained are true.

Ann Marie Steig
Notary Public

(NOTARIAL SEAL)



HEALTHCARE DELIVERY SYSTEMS, INC.

Officers and Directors

<u>Name and Title</u>	<u>Business Address</u>
David L. Mahoney President and Director	McKesson Corporation One Post Street San Francisco, CA 94104
Patrick A. Broderick Vice President	McKesson Corporation One Post Street San Francisco, CA 94104
Arthur Chong Vice President and Director	McKesson Corporation One Post Street San Francisco, CA 94104
Steve M. Hoffman Vice President Product Development	9700 N. 91st Street, Suite 232 Scottsdale, AZ 85260
Alan C. Hu Vice President Information Systems and Services	9700 N. 91st Street, Suite 232 Scottsdale, AZ 85260
Nancy A. Miller Vice President, Secretary and Director	McKesson Corporation One Post Street San Francisco, CA 94104
Randall A. Perry Vice President Reimbursement and Pricing	9700 N. 91st Street, Suite 232 Scottsdale, AZ 85260
Margaret M. Pfau Vice President Administration and Finance	9700 N. 91st Street, Suite 232 Scottsdale, AZ 85260
Garret A. Scholz Vice President	McKesson Corporation One Post Street San Francisco, CA 94104
Jon W. d'Alessio Treasurer	McKesson Corporation One Post Street San Francisco, CA 94104
Dana T. Iapicca Assistant Secretary	McKesson Corporation One Post Street San Francisco, CA 94104
Lorraine E. Peetz Assistant Secretary	McKesson Corporation One Post Street San Francisco, CA 94104
Alan M. Pearce Assistant Treasurer	McKesson Corporation One Post Street San Francisco, CA 94104