

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

LARP
0716636
Alison Lundergan Grimes
KY Secretary of State
Received and Filed
6/4/2012 9:18:06 AM
Fee receipt: \$15.00

Alison Lundergan Grimes
Secretary of State
P. O. Box 1150
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**Annual Report
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ARP

Company: BADGER ACQUISITION OF MINNESOTA LLC
Company ID: 0716636
State of origin: Delaware
Formation date: 10/29/2008 12:00:00 AM
Date filed: 6/4/2012 9:18:06 AM
Fee: \$15.00

Principal Office

100 E. RIVERCENTER BLVD.
SUITE 1600
COVINGTON, KY 41011

Registered Agent Name/Address

CSC-LAWYERS INCORPORATING SERVICE COMPANY
421 WEST MAIN STREET
FRANKFORT, KY 40601

Members/Managers

Member	Badger Acquisition LLC	100 East RiverCenter blvd Suite 1600 Covington, KY 41011
Member	NeighborCare Pharmacy Services Inc.	100 East RiverCenter blvd Suite 1600 Covington, KY 41011

Signatures

Signature	Jonathan D. Kukulski
Title	Secretary