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12-16-1999



Docket No.:

177527-001 404US

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To the Honorable Commissioner of Patents

Attached original documents or copy thereof.

1 Name of conveying party(ies):
D & K Wholesale Drug, Inc.
 1999 DEC -6 AM 9: 34
OPR/FINANCE

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **Delaware**
 Other

Additional names(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name: **D & K Healthcare Resources, Inc.**
 Internal Address: **Suite 920**
 Street Address: **8000 Maryland Avenue**
 City: **St. Louis** State: **MO** ZIP: **63105**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State **Delaware**
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: **August 21, 1997**

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,246,672

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **James R. Meyer**
 Internal Address:
Schnader Harrison Segal & Lewis LLP
 Street Address: **1600 Market Street, Suite 3600**
 City: **Philadelphia** State: **PA** ZIP: **19103**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41):.....\$ **\$40.00**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

12/16/1999 DMGUYEN 00000004 2246672
 01 FC:481 40.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

James R. Meyer *[Signature]* **12/3/99**
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **4**

*State of Delaware**Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "D & K WHOLESALE DRUG, INC.", CHANGING ITS NAME FROM "D & K WHOLESALE DRUG, INC." TO "D & K HEALTHCARE RESOURCES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF AUGUST, A.D. 1997, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

2146584 8100

971282272

AUTHENTICATION: 8620535
DATE: 08-22-97

TRADEMARK
REEL: 001999 FRAME: 0298

CERTIFICATE OF AMENDMENT
TO THE
RESTATED CERTIFICATE OF INCORPORATION
OF
D & K WHOLESALE DRUG, INC.

D & K Wholesale Drug, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That at a duly noticed and convened meeting of the Board of Directors of the Corporation at which a quorum was present and acting throughout, the Board of Directors duly adopted resolutions proposing and declaring advisable the following amendment to the Corporation's Restated Certificate of Incorporation:

FIRST: The name of this corporation is D&K
Healthcare Resources, Inc.

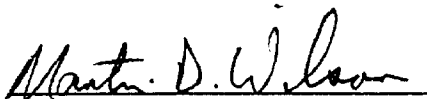
SECOND: That at a duly noticed and convened meeting of the stockholders of the Corporation held August 14, 1997, at which a quorum was present and acting throughout in person or by proxy, the stockholders of the Corporation have approved the aforesaid amendment.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, D & K Wholesale Drug, Inc. has caused its corporate seal to be hereunto affixed and this Certificate of Amendment to be signed by Martin D. Wilson, its President, as of this 21st day of August, 1997.

(Corporate Seal)

D & K WHOLESALE DRUG, INC.



Martin D. Wilson, President

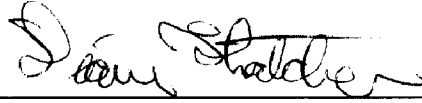
Certification Under 37 CFR 1.8

Date of Deposit December 3, 1999

I hereby certify that this paper or fee (along with any paper referred to as being attached or enclosed) is being deposited with the United States Postal Service with sufficient postage as first class mail under 37 CFR 1.8 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513.

Diane Thatcher

(Name of person mailing)



(Signature of person mailing)

TRADEMARK

REEL: 001999 FRAME: 0300

**SCHNADER HARRISON
SEGAL & LEWIS LLP**

ATTORNEYS AT LAW

SUITE 3600 ■ 1600 MARKET STREET ■ PHILADELPHIA, PENNSYLVANIA 19103-7286

215-751-2000 ■ FAX: 215-751-2205

<http://www.schnader.com>

December 3, 1999

James R. Meyer

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Internet Address: James_Meyer@shsl.com

Our Ref. No. 177527-001 404US

Box Assignments
Assistant Commissioner for Trademarks
Washington, DC 20231

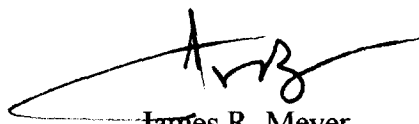
***Re: Recordal of Name Change
Trademark: D & K HEALTHCARE RESOURCES, INC. & Design
Registrant: D & K Wholesale Drug, Inc.***

Dear Sir:

Enclosed for recording is a copy of a Certificate of Amendment of D & K Wholesale Drug, Inc. Kindly index this document against Trademark Reg. No. 2,246,672.

Also enclosed is a Recordation Form Cover Sheet (Form PTO-1594) and a check in the amount of \$40.00 representing the recordal fee prescribed by 37 C.F.R. Section 2.6. Please charge any additional fees due, or credit any overpayment to the deposit account of James Albert Droble No. 04-1655.

Very truly yours,



James R. Meyer

For SCHNADER HARRISON SEGAL & LEWIS LLP

JRM:ncy
Enclosures