

ESI Acquisition, Inc.  
Form 15-15D  
May 09, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number: 0-20199

**Express Scripts, Inc., as Issuer**

**and each Subsidiary Guarantor**

**listed in Annex A hereto**  
**(Exact name of registrant as specified in its charter)**

**One Express Way**

**St. Louis, MO 63121**

**314-996-0900**

**(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)**

**5.25% Senior Notes Due 2012**

**Guarantees of 5.25% Senior Notes Due 2012**

**6.25% Senior Notes Due 2014**

**Guarantees of 6.25% Senior Notes Due 2014**

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**3.125% Senior Notes Due 2016**

**Guarantees of 3.125% Senior Notes Due 2016**

**7.25% Senior Notes Due 2019**

**Guarantees of 7.25% Senior Notes Due 2019**  
(Title of each class of securities covered by this Form)

**None**

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	..
Rule 12g-4(a)(2)	..
Rule 12h-3(b)(1)(i)	x
Rule 12h-3(b)(1)(ii)	..
Rule 15d-6	..

Approximate number of holders of record as of the certification or notice date:

5.25% Senior Notes Due 2012: 69

Guarantees of 5.25% Senior Notes Due 2012: 69

6.25% Senior Notes Due 2014: 71

Guarantees of 6.25% Senior Notes Due 2014: 71

3.125% Senior Notes Due 2016: 76

Guarantees of 3.125% Senior Notes Due 2016: 76

7.25% Senior Notes Due 2019: 44

Guarantees of 7.25% Senior Notes Due 2019: 44

Pursuant to the requirements of the Securities Exchange Act of 1934, the undersigned registrants have each caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: May 8, 2012

**EXPRESS SCRIPTS, INC.**

By: /s/ Jeffrey Hall  
Jeffrey Hall

President and Chief Accounting Officer

**AIRPORT HOLDINGS, LLC**

**ESI REALTY, LLC**

By: **Express Scripts, Inc., as sole Member**

By: /s/ Jeffrey Hall  
Name: Jeffrey Hall

Title: President

**BYFIELD DRUG, INC.**

**CARE CONTINUUM, INC.**

**CFI OF NEW JERSEY, INC.**

**CHESAPEAKE INFUSION, INC.**

**CURASCRIPT PBM SERVICES, INC.**

**DIVERSIFIED PHARMACEUTICAL SERVICES, INC.**

**ESI ACQUISITION, INC.**

**ESI CLAIMS, INC.**

**ESI ENTERPRISES, LLC**

**ESI MAIL ORDER PROCESSING, INC.**

**EXPRESS SCRIPTS PHARMACEUTICAL PROCUREMENT, LLC**

**EXPRESS SCRIPTS SERVICES COMPANY**

**FRECO, INC.**

**FREEDOM SERVICE COMPANY, LLC**

**HEALTHBRIDGE, INC.**

**HEALTHBRIDGE REIMBURSEMENT AND PRODUCT SUPPORT,  
INC.**

**iBIOLOGIC, INC.**

**IVTX, INC.**

**LYNNFIELD COMPUNDING CENTER, INC.**

**LYNNFIELD DRUG, INC.**

**MATRIX GPO LLC**

**NATIONAL PRESCRIPTION ADMINISTRATORS, INC.**

**PRIORITY HEALTHCARE CORPORATION**

**PRIORITY HEALTHCARE CORPORATION WEST**

**PRIORITY HEALTHCARE DISTRIBUTION, INC.**

**PRIORITY HEALTHCARE PHARMACY, INC.**

**PRIORITYHEALTHCARE.COM, INC.**

**SINUSPHARMACY, INC.**

**SPECIALTY INFUSION PHARMACY, INC.**

**SPECTRACARE, INC.**

**SPECTRACARE HEALTH CARE VENTURES, INC.**

**SPE CTRACARE INFUSION PHARMACY, INC.**

**VALUE HEALTH, INC.**

**YOURPHARMACY.COM, INC.**

By: /s/ Jeffrey Hall

Name: Jeffrey Hall

Title: President

**EXPRESS SCRIPTS CANADA HOLDING, LLC**

By: /s/ Jeffrey Hall

Name: Jeffrey Hall

Title: Chairman

**CURASCRIPT, INC.**

**ESI MAIL PHARMACY SERVICE, INC.**

**EXPRESS SCRIPTS SENIOR CARE, INC.**

**EXPRESS SCRIPTS SENIOR CARE HOLDINGS, INC.**

**EXPRESS SCRIPTS SPECIALTY DISTRIBUTION SERVICES,  
INC.**

**EXPRESS SCRIPTS UTILIZATION MANAGEMENT CO.**

**MOORESVILLE ON-SITE PHARMACY, LLC**

By: /s/ Kelley Elliott  
Name: Kelley Elliott  
Title: Treasurer

**CONECTYOURCARE COMPANY LLC**

**CONNECTYOURCARE, LLC**

**EXPRESS SCRIPTS CANADA HOLDING, CO.**

By: /s/ Keith J. Ebling  
Name: Keith J. Ebling  
Title: Vice President

**EXPRESS SCRIPTS MSA, LLC**

**EXPRESS SCRIPTS WC, INC.**

By: /s/ Matthew Harper  
Name: Matthew Harper  
Title: Treasurer

**ESI-GP HOLDINGS, INC.**

**ESI RESOURCES, INC.**

By: /s/ Matt Dietrich  
Name: Matt Dietrich  
Title: Vice President

**SPECTRACARE OF INDIANA**

**By: Spectracare, Inc., as Partner**

By: /s/ Jeffrey Hall  
Name: Jeffrey Hall  
Title: President

**By: Care Continuum, Inc., as Partner**

By: /s/ Jeffrey Hall  
Name: Jeffrey Hall

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Title: President

**ESI PARTNERSHIP**

**By: Express Scripts, Inc., as Partner**

By: /s/ Jeffrey Hall

Name: Jeffrey Hall

Title: President

**By: ESI-GP Holdings, Inc., as Partner**

By: /s/ Matt Dietrich

Name: Matt Dietrich

Title: Vice President

Annex A

<b>Name*</b>	<b>Commission File No.</b>
<b>Airport Holdings, LLC</b>	<b>333-159654-53</b>
<b>Byfield Drug, Inc.</b>	<b>333-159654-52</b>
<b>Care Continuum, Inc.</b>	<b>333-159654-51</b>
<b>CFI of New Jersey, Inc.</b>	<b>333-159654-50</b>
<b>Chesapeake Infusion, Inc.</b>	<b>333-159654-49</b>
<b>ConnectYourCare Company, LLC</b>	<b>333-159654-48</b>
<b>ConnectYourCare, LLC</b>	<b>333-159654-47</b>
<b>CuraScript, Inc.</b>	<b>333-159654-46</b>
<b>CuraScript PBM Services, Inc.</b>	<b>333-159654-45</b>
<b>Diversified Pharmaceutical Services, Inc.</b>	<b>333-159654-44</b>
<b>ESI Acquisition, Inc.</b>	<b>333-159654-56</b>
<b>ESI Claims, Inc.</b>	<b>333-159654-54</b>
<b>ESI Enterprises, LLC</b>	<b>333-159654-01</b>
<b>ESI-GP Holdings, Inc.</b>	<b>333-159654-43</b>
<b>ESI Mail Order Processing, Inc.</b>	<b>333-159654-57</b>
<b>ESI Mail Pharmacy Service, Inc.</b>	<b>333-159654-42</b>
<b>ESI Partnership</b>	<b>333-159654-41</b>
<b>ESI Realty, LLC</b>	<b>333-159654-40</b>
<b>ESI Resources, Inc.</b>	<b>333-159654-39</b>
<b>Express Scripts Canada Holding, Co.</b>	<b>333-159654-38</b>
<b>Express Scripts Canada Holding, LLC</b>	<b>333-159654-55</b>
<b>Express Scripts MSA, LLC</b>	<b>333-159654-05</b>
<b>Express Scripts Pharmaceutical Procurement, LLC</b>	<b>333-159654-37</b>
<b>Express Scripts Services Company</b>	<b>333-159654-36</b>
<b>Express Scripts Senior Care, Inc.</b>	<b>333-159654-35</b>
<b>Express Scripts Senior Care Holdings, Inc.</b>	<b>333-159654-34</b>
<b>Express Scripts Specialty Distribution Services, Inc.</b>	<b>333-159654-33</b>
<b>Express Scripts Utilization Management Co.</b>	<b>333-159654-32</b>
<b>Express Scripts WC, Inc.</b>	<b>333-159654-22</b>
<b>Freco, Inc.</b>	<b>333-159654-31</b>
<b>Freedom Service Company, LLC</b>	<b>333-159654-30</b>
<b>Healthbridge, Inc.</b>	<b>333-159654-29</b>
<b>Healthbridge Reimbursement and Product Support, Inc.</b>	<b>333-159654-28</b>
<b>iBiologic, Inc.</b>	<b>333-159654-02</b>

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\* The address of the principal executive office for each of these additional registrants is One Express Way, St. Louis, Missouri 63121. Their telephone number is (314) 996-0900.



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<b>IVTx, Inc.</b>	<b>333-159654-27</b>
<b>Lynnfield Compounding Center, Inc.</b>	<b>333-159654-26</b>
<b>Lynnfield Drug, Inc.</b>	<b>333-159654-25</b>
<b>Matrix GPO LLC</b>	<b>333-159654-24</b>
<b>Mooresville On-Site Pharmacy, LLC</b>	<b>333-159654-23</b>
<b>National Prescription Administrators, Inc.</b>	<b>333-159654-21</b>
<b>Priorityhealthcare.com, Inc.</b>	<b>333-159654-16</b>
<b>Priority Healthcare Corporation</b>	<b>333-159654-15</b>
<b>Priority Healthcare Corporation West</b>	<b>333-159654-14</b>
<b>Priority Healthcare Distribution, Inc.</b>	<b>333-159654-13</b>
<b>Priority Healthcare Pharmacy, Inc.</b>	<b>333-159654-12</b>
<b>Sinuspharmacy, Inc.</b>	<b>333-159654-11</b>
<b>Specialty Infusion Pharmacy, Inc.</b>	<b>333-159654-10</b>
<b>Spectracare, Inc.</b>	<b>333-159654-09</b>
<b>Spectracare Health Care Ventures, Inc.</b>	<b>333-159654-08</b>
<b>Spectracare of Indiana</b>	<b>333-159654-07</b>
<b>Spectracare Infusion Pharmacy, Inc.</b>	<b>333-159654-06</b>
<b>Value Health, Inc.</b>	<b>333-159654-04</b>
<b>YourPharmacy.com, Inc.</b>	<b>333-159654-03</b>