



Omnicare

Omnicare, Inc.
1000 RiverCenter II
100 East RiverCenter Boulevard
Covington, Kentucky 41011
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1252

August 14, 2002

BY FACSIMILE

Mr. Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street N. W.
Washington, D.C. 20549

Re: Statements under Oath Relating to Exchange Act Filings

Dear Mr. Katz:

Enclosed please find the sworn statements of Omnicare, Inc.'s Chief Executive Officer, Mr. Joel F. Gemunder, and Chief Financial Officer, Mr. David W. Proesel, Jr., as required by Commission Order 4-460, Order Requiring the Filing of Sworn Statements Pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934.

Manually signed originals of such statements are being sent by Federal Express.

Sincerely,

Peter Laterza
Vice President and General Counsel

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**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER
REGARDING FACTS AND CIRCUMSTANCES
RELATING TO EXCHANGE ACT FILINGS**

I, David W. Froesel, Jr., state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Omnicare, Inc. ("Omnicare"), and, except as corrected or supplemented in a subsequent covered report:

no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and

-no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with Omnicare's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

-Annual Report on Form 10-K of Omnicare for the year ended December 31, 2001 filed with the Commission;

-all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Omnicare filed with the Commission subsequent to the filing of the Form 10-K identified above; and

-any amendments to any of the foregoing.

David W. Froesel, Jr.
David W. Froesel, Jr.
August 14 2002

Subscribed and sworn to before me this ___ day of August 2002.

[Signature]
Notary Public
My Commission Expires: 6-12-06
State of Maryland

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