UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): January 31, 2002

MIM Corporation

(Exact name of registrant as specified in its charter)

Delaware	0-28740	05-0489664
(State of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

100 Clearbrook Road, Elmsford, NY	10523
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (914) 460-1600

(Former name or former address, if changed since last report)

Item 2. Acquisitions or Disposition of Assets.

This Form 8-K/A is being filed to amend the Form 8-K filed on February 5, 2002 by MIM Corporation (the "Company") to include the financial statements and pro forma financial information referred to in Item 7 below relating to the acquisition by the Company of all of the issued and outstanding common stock of Vitality Home Infusion Services, Inc., a New York corporation ("Vitality"), pursuant to a Stock Purchase Agreement dated as of January 9, 2002 (the "Purchase Agreement"). At the time of the filing of the Form 8-K, it was impractical for the Company to provide financial information for Vitality or pro forma financial information of the Company relative to its acquisition of Vitality. Pursuant to the instructions to Item 7 of Form 8-K, the Company hereby amends Item 7 to the Form 8-K to include the previously omitted information.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.

(a) Financial Statements of Business Acquired. The financial statements of Vitality are attached hereto as Exhibit 99.2.

(b) Pro Forma Financial Information. The pro-forma consolidated financial statements of the Company are attached hereto as Exhibit 99.3.

(c) Exhibits.

2.1* Purchase Agreement, dated as of January 9, 2002, among Vitality, Marc Wiener, Barbara Kammerer and the Company.

99.1* Press Release, dated January 31, 2002, issued by the Company

99.2 Audited Financial Statements of Vitality as of December 31, 2001 and 2000 and for the years ended December 31, 2001, 2000 and 1999.

99.3 Pro-Forma Financial Statements of the Company as of and for the year ended December 31, 2001.

99.4 Letter to SEC pursuant to Temporary Note 3T

* Incorporated by reference to the Company's Current Report on Form 8-K filed with the Commission on February 5, 2002

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 16, 2002

MIM Corporation

By: /s/ Barry A. Posner

Barry A. Posner,
Executive Vice President

EXHIBIT INDEX

99.2 Audited Financial Statements of Vitality as of December 31, 2001 and 2000 and for the years ended December 31, 2001, 2000 and 1999.

99.3 Pro-Forma Financial Statements of the Company as of and for the twelve months ended December 31, 2001.

99.4 Letter to SEC pursuant to Temporary Note 3T

Exhibit 99.2

REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

To the Stockholders of
Vitality Home Infusion Services, Inc.:

We have audited the accompanying balance sheets of Vitality Home Infusion Services, Inc. (a New York corporation) as of December 31, 2001 and 2000, and the related statements of income, changes in stockholders' equity and cash flows for each of the three years in the period ended December 31, 2001. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Vitality Home Infusion Services, Inc. as of December 31, 2001 and 2000, and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States.

ARTHUR ANDERSEN LLP

Roseland, New Jersey
March 28, 2002

VITALITY HOME INFUSION SERVICES, INC.
BALANCE SHEETS AS OF
DECEMBER 31, 2001 AND 2000

ASSETS	2001	2000
CURRENT ASSETS:		
Cash and cash equivalents	$ 4,080,650	$ 2,355,415
Marketable securities	107,199	1,784,288
Accounts receivable, less allowance for doubtful accounts of $2,628,021 and $2,261,990 in 2001 and 2000, respectively	5,204,879	7,313,693
Inventory	4,533,888	3,226,135
Prepaid expenses and other current assets	97,597	108,942
Total current assets	14,024,213	14,788,473
PROPERTY AND EQUIPMENT, net	79,843	55,683
OTHER ASSETS	3,424	2,672
Total assets	$ 14,107,480	$ 14,846,828
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable	$ 5,323,307	$ 3,268,461
Accrued expenses	1,267,664	1,033,950
Capital lease obligations	6,924	-
Total current liabilities	6,597,895	4,302,411
CAPITAL LEASE OBLIGATIONS, net of current portion	10,592	-
Total liabilities	6,608,487	4,302,411
COMMITMENTS AND CONTINGENCIES		
STOCKHOLDERS' EQUITY:		
Common stock, no par value, 200 shares authorized, 100 shares issued and outstanding	2,000	2,000
Retained earnings	7,486,205	11,152,598

Accumulated other comprehensive income (loss)	10,788	(610,181)
Total stockholders' equity	7,498,993	10,544,417
Total liabilities and stockholders' equity	$ 14,107,480	$ 14,846,828

The accompanying notes to financial statements are an integral part of these balance sheets.

VITALITY HOME INFUSION SERVICES, INC.
STATEMENTS OF INCOME
FOR THE YEARS ENDED DECEMBER 31, 2001, 2000 AND 1999

	2001	2000	1999
REVENUE	$ 74,770,575	$ 64,295,242	$ 54,329,896
COST OF REVENUE	63,396,319	46,814,594	43,411,372
Gross profit	11,374,256	17,480,648	10,918,524
OPERATING EXPENSES	7,078,584	7,115,082	3,722,201
Income from operations	4,295,672	10,365,566	7,196,323
OTHER (EXPENSE) INCOME	(1,561,760)	3,858	161,749
Income before provision for income taxes	2,733,912	10,369,424	7,358,072
PROVISION FOR INCOME TAXES	56,516	92,328	82,651
Net income	$ 2,677,396	$ 10,277,096	$ 7,275,421

The accompanying notes to financial statements are an integral part of these statements.

VITALITY HOME INFUSION SERVICES, INC.
STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2001, 2000, AND 1999

	Common Stock Shares	Common Stock Amounts	Retained Earnings	Accumulated Other Comprehensive Equity	Total Stockholders' Equity	Comprehensive Income (Loss)
BALANCE, December 31, 1998	100	$ 2,000	$ 4,333,694	$ -	$ 4,335,694	
Distributions paid to stockholders	-	-	(3,913,170)	-	(3,913,170)	$ -
Unrealized gain on marketable securities	-	-	-	68,755	68,755	68,755
Net income	-	-	7,275,421	-	7,275,421	7,275,421
Comprehensive income						$ 7,344,176
BALANCE, December 31, 1999	100	2,000	7,695,945	68,755	7,766,700	
Distributions paid to stockholders	-	-	(6,820,443)	-	(6,820,443)	$ -
Unrealized loss on marketable securities	-	-	-	(678,936)	(678,936)	(678,936)
Net income	-	-	10,277,096	-	10,277,096	10,277,096
Comprehensive income						$ 9,598,160
BALANCE, December 31, 2000	100	2,000	11,152,598	(610,181)	10,544,417	
Distributions paid to stockholders	-	-	(6,343,789)	-	(6,343,789)	$ -
Realized loss and unrecognized gain on sale of marketable securities	-	-	-	620,969	620,969	620,969
Net income	-	-	2,677,396	-	2,677,396	2,677,396
Comprehensive income						$ 3,298,365
BALANCE, December 31, 2001	100	$ 2,000	$ 7,486,205	$ 10,788	$ 7,498,993	

The accompanying notes to financial statements are an integral part of these statements.

VITALITY HOME INFUSION SERVICES, INC.

STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2001, 2000 AND 1999

	2001	2000	1999
CASH FLOWS FROM OPERATING ACTIVITIES:			
Net income	$ 2,677,396	$ 10,277,096	$ 7,275,421
Adjustments to reconcile net income to net cash provided by operating activities-			
Depreciation and amortization	17,692	14,112	16,271
Realized loss (gain) on sale of marketable securities	1,526,467	(128,757)	(37,324)
Provision for bad debts	3,970,989	4,665,923	1,960,291
Changes in assets and liabilities-			
Increase in accounts receivable	(1,862,175)	(5,914,312)	(5,394,315)
Increase in inventory	(1,307,753)	(909,445)	(734,651)
(Increase) decrease in prepaid expenses	11,345	(62,339)	30,565
(Increase) decrease in other assets	(752)	4,816	(7,488)
Increase (decrease) in accounts payable	2,054,846	(1,517,554)	2,149,863
Increase in accrued expenses	233,714	922,864	18,151
Net cash provided by operating activities	7,321,769	7,352,404	5,276,784
CASH FLOWS FROM INVESTING ACTIVITIES:			
Purchases of property and equipment	(20,873)	(34,011)	(33,975)
Marketable securities	771,591	(1,419,171)	(418,329)
Net cash provided by (used in) financing activities	750,718	(1,453,182)	(452,304)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Repayments of capital lease obligations	(3,463)	-	-
Distributions paid to stockholders	(6,343,789)	(6,820,443)	(3,913,170)
Net cash used in financing activities	(6,347,252)	(6,820,443)	(3,913,170)
Net increase (decrease) in cash	1,725,235	(921,221)	911,310
CASH AND CASH EQUIVALENTS, beginning of year	2,355,415	3,276,636	2,365,326
CASH AND CASH EQUIVALENTS, end of year	$ 4,080,650	$ 2,355,415	$ 3,276,636
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:			
Cash paid for-			
Income taxes	$ 118,800	$ 82,400	$ 33,100
SUPPLEMENTAL DISCLOSURE OF NONCASH ACTIVITIES:			
Fixed assets acquired under capital leases	$ 20,979	$ -	$ -

The accompanying notes to financial statements are an integral part of these statements.

1. THE COMPANY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Company

Vitality Home Infusion Services, Inc. ("Vitality") is a New York based provider of specialty pharmaceutical services. Vitality distributes specialty pharmaceutical services, on a national basis, to chronically ill and genetically impaired patients, particularly focusing on oncology, infectious disease, immunology and rheumatory disease.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash and investments purchased with original maturities of three months or less. Cash equivalents are carried at cost, and consist principally of commercial paper.

Marketable Securities

In accordance with Financial Accounting Standards Board Statement No. 115, Vitality determines the classification of securities as held-to-maturity or available-for-sale at the time of purchase, and reevaluates such designation at each balance sheet date. Securities are classified as held-to-maturity when Vitality has the positive intent and ability to hold the securities to maturity. Held-to-maturity securities are stated at cost, adjusted for amortization of premiums and discounts to maturity. Marketable securities not classified as held-to-maturity are classified as available-for-sale. Available-for-sale securities are carried at fair value, with unrealized gains and losses reported as a separate component of stockholders' equity. The cost of securities sold is based on the specific identification method.

Allowance for Doubtful Accounts

Vitality provides an allowance for doubtful accounts, which is based upon a review of outstanding receivables as well as historical collection information. In determining the amount of the allowance, management is required to make certain estimates and assumptions regarding the timing and amount of collection.

Inventory

Inventory is stated at the lower of cost or market. The cost of inventory is determined using the first in, first-out (FIFO) method.

Property and Equipment

Property and equipment are stated at cost and are depreciated using the straight-line method over the estimated useful lives of the respective assets, which range from 5 to 7 years. Leasehold improvements are amortized using the straight-line method over the related lease term or the estimated useful life of the assets, whichever is less.

Long-Lived Assets

Vitality reviews the recoverability of its long-lived assets when events or changes in circumstances arise in order to identify business conditions which may indicate a possible impairment. Vitality believes that there have been no such events or changes in circumstances.

Revenue Recognition

Revenue is recognized upon the shipment of products or provision of services when persuasive evidence of an arrangement exists according to contractual agreements, delivery has occurred or services have been rendered, the price is fixed or determinable and collectibility is reasonably assured.

Fair Value of Financial Instruments

Vitality's financial instruments consist mainly of cash and cash equivalents, marketable securities, accounts receivable and accounts payable. The carrying amounts of these financial instruments approximate fair value due to their short-term nature.

Income Taxes

Vitality has elected to be treated as an "S" corporation for Federal income tax purposes. As an "S" corporation the stockholders of Vitality are liable for Federal income taxes on Vitality's taxable income, as it passes through to the stockholders' individual income tax returns. Therefore, no provision for Federal income taxes has been included in these financial statements. During 2001, 2000 and 1999, Vitality has provided for state income taxes at statutory rates. Deferred state income taxes for differences in timing in reporting income for financial statement and tax purposes are not significant. Vitality's "S" corporation status terminated on February 1, 2002.

Subsequent to December 31, 2001, Vitality distributed $2,057,955 to its former stockholders.

Recent Accounting Pronouncements

In June 2001, the Financial Accounting Standards Board issued Statements of Financial Accounting Standards ("SFAS") No. 141, "Business Combinations," and No. 142, "Goodwill and Other Intangible Assets," which establishes accounting and reporting standards governing business combinations, goodwill and intangible assets. SFAS No. 141 requires all business combinations initiated after June 30, 2001, to be accounted for using the purchase method. SFAS No. 142 states that goodwill is no longer subject to amortization over its estimated useful life. Rather, goodwill will be subject to at least an annual assessment for impairment by applying a fair-value based test. Under the new rules, an acquired intangible asset should be separately recognized and amortized over its useful life (unless an indefinite life) if the benefit of the intangible asset is obtained through contractual or other legal rights, or if the intangible asset can be sold, transferred, licensed, rented or exchanged regardless of the acquirer's intent to do so. Vitality adopted these standards on January 1, 2002. Vitality does not expect that the adoption of these standards will have any effect on Vitality's results of operations, financial position or cash flows.

In August 2001, the Financial Accounting Standards Board issued SFAS No. 143, "Accounting for Asset Retirement Obligations". SFAS No. 143 addresses financial accounting and reporting obligations associated with the retirement of tangible long-lived assets and the associated asset retirement costs. SFAS No. 143 is effective for fiscal years beginning after June 14, 2002. Vitality does not expect that the adoption of SFAS No. 143, which will be effective for Vitality as of January 1, 2003, will have any effect on Vitality's results of operations, financial position or cash flows.

In August 2001, the Financial Accounting Standards Board issued SFAS No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets", which is effective for fiscal years beginning after December 15, 2001, and addresses financial accounting and reporting for the impairment or disposal of long-lived assets. This statement supersedes SFAS No. 121 "Accounting for the Impairment of Long-Lived Assets and for Long-Lived Assets to be Disposed Of," and the accounting and reporting provisions of Accounting Principles Board Opinion No. 30, "Reporting the Results of Operations - Reporting the Effects of Disposal of a Segment of a Business, and Extraordinary, Unusual and Infrequently Occurring Events and Transactions," for the disposal of a segment of a business. Vitality plans to adopt the standard during 2002, and does not expect that the adoption of SFAS No. 144 will have any effect on its results of operations, financial position or cash flows.

Concentrations

During the years ended December 31, 2001 and 2000, revenue from members of one insurance carrier represented 9.6% and 47.5% of total revenue, respectively. Accounts receivable from these members as of December 31, 2001 and 2000, was $617,156 and $4,135,929, respectively.

During the year ended December 31, 2001, revenue from one distributor represented 29% of total revenue. Accounts receivable from this customer as of December 31, 2001 was $24,416. Generally, reserves derived from distributors provide a lower profit margin to Vitality than revenues derived from members of insurance carriers.

2. MARKETABLE SECURITIES

The cost and estimated fair value of the marketable securities are as follows:

	Cost	Gross Unrealized Gain (Loss)	Fair Value
Available-for-sale equity securities as of:			
December 31, 2000	$ 2,394,469	$ (610,181)	$ 1,784,288
December 31, 2001	$ 96,311	$ 10,788	$ 107,199

During the years ended December 31, 2001, 2000 and 1999, net realized gains (losses) on marketable securities were ($1,526,467), $128,757 and $37,324, respectively, and is included in other income (expense) in the statements of income.

3. PROPERTIES AND EQUIPMENT

As of December 31, 2001 and 2000, property and equipment consisted of the following:

	2001	2000
Furniture and fixtures	$ 16,128	$ 16,128
Computers and equipment	88,757	67,884
Vehicles	55,626	34,647
Leasehold improvements	14,148	14,148
	174,659	132,807
Less- Accumulated depreciation	94,816	77,124
	$ 79,843	$ 55,683

4. RELATED PARTY TRANSACTIONS

Vitality leases office space from an entity owned by the former stockholders of Vitality. Vitality was not required to pay rent related to this space during 2001, 2000 and 1999. Vitality pays all real estate taxes, repairs, maintenance and other expenses related to the building. During the years ended December 31, 2001, 2000 and 1999, these expenses totaled $93,305, $78,480 and $108,630, respectively.

5. EMPLOYEE BENEFIT PLAN

Vitality provides for a qualified profit-sharing plan to all eligible employees. During 2001, 2000 and 1999, Vitality charged $154,365, $109,907 and $72,874, respectively, to operations for profit sharing expenses. Vitality elected to terminate the profit-sharing plan as of January 31, 2002.

6. COMMITMENTS AND CONTINGENCIES

On November 2, 2000, a customer requested a refund amounting to approximately $700,000 for claims processed from February 2, 2000 through July 18, 2000 relating to overpayments for claim quantities in excess of contractual terms. The customer contends that it should not have been billed for the excess claim quantities.

The outcome of this matter is uncertain and cannot be predicted at this time. In 2000 Vitality provided a reserve for the full refund requested by this customer as a reduction of revenue. As of December 31, 2001 and 2000, the entire liability is outstanding and accrued in the financial statements.

Various lawsuits and other claims may occur in the normal course of business. Management is not aware of any additional pending lawsuits or other claims and is of the opinion that such lawsuits and claims, if any, will not have a material effect on the accompanying financial statements.

7. SUBSEQUENT EVENT

On January 9, 2002, the stockholders of Vitality executed an agreement to sell all of the common stock of Vitality to MIM Corporation. The agreement provides for consideration of $45,000,000, of which $35,000,000 was paid in cash and $10,000,000 of MIM Corporation common stock. The acquisition was consummated on January 31, 2002.

Exhibit 99.3

MIM CORPORATION

UNAUDITED PRO FORMA COMBINED CONDENSED FINANCIAL INFORMATION

On January 31, 2002, MIM Corporation (the "Company") acquired from Marc Wiener and Barbara Kammerer all of the issued and outstanding common stock of Vitality Home Infusion Services, Inc., a New York corporation ("Vitality"), pursuant to a Stock Purchase Agreement dated as of January 9, 2002 (the "Purchase Agreement") among Vitality, Marc Wiener, Barbara Kammerer and the Company. Vitality, located in Roslyn Heights, New York, distributes specialty pharmaceutical services, on a national basis, to chronically ill and genetically impaired patients, particularly focusing on oncology, infectious disease, immunology and rheumatory disease.

The aggregate purchase price for Vitality was $45,000,000, consisting of $35,000,000 in cash and the balance in Company common stock, a portion of which is being held in escrow to secure potential indemnification claims for breaches of Vitality and/or the individual seller's representations and warranties and covenants under the Purchase Agreement. The cash portion of the purchase price was funded through borrowings under the Company's existing $45,000,000 revolving credit facility. The transaction was accounted for as a purchase.

The following unaudited pro forma combined condensed financial statements are based on the respective historical consolidated financial statements of the Company and Vitality. The unaudited pro forma combined condensed balance sheet assumes the acquisition was completed on December 31, 2001. The unaudited pro forma combined condensed statement of income assumes the acquisition was completed on January 1, 2001.

The unaudited pro forma combined condensed financial statements are based on the estimates and assumptions set forth in the notes to such statements. The pro forma adjustments made in connection with the development of the pro forma information are preliminary and have been made solely for purposes of developing such pro forma information for illustrative purposes. The purchase price of the acquisition was allocated to the net assets acquired based on management's estimates of their fair values at the date of acquisition. Although the Company does not expect that the final allocation will be materially different from these estimates, there can be no assurances that such differences, if any, will not be material. The unaudited pro forma combined condensed financial statements do not purport to be indicative of the results of operations for future periods or the combined financial position or the results that actually would have resulted had the entity been a single entity during these periods.

These unaudited pro forma combined condensed financial statements should be read in conjunction with the historical financial statements and the related notes thereto of the Company and Vitality.

MIM Corporation
Unaudited Pro Forma Combined Condensed Balance Sheet
(In Thousands)

	As of December 31, 2001			
	MIM (Historical)	Vitality (Historical)	Pro Forma Adjustments	MIM Pro Forma
ASSETS				
Cash and cash equivalents	$ 12,487	$ 4,080	$ -	$ 16,567
Marketable securities	-	107	-	107
Accounts receivable, net of allowance for doubtful accounts	70,089	5,205	-	75,294
Inventory	3,726	4,534	-	8,260
Prepaid expenses and other current assets	1,439	98	-	1,537
Total current assets	87,741	14,024	-	101,765
Property, plant and equipment, net	9,287	80	-	9,367
Due from officer	2,132	-	-	2,132
Other assets	1,650	3	-	1,653
Intangible assets, net	39,009	-	38,828 (1)	77,837
TOTAL ASSETS	$ 139,819	$ 14,107	$ 38,828	$ 192,754
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current portion of capital lease obligations	$ 594	$ 7	$ -	$ 601
Line of credit	-	-	35,000 (1)	35,000
Accounts payable	4,468	5,323	-	9,791
Claims payable	46,564	-	-	46,564
Payables to plan sponsors	21,063	-	-	21,063
Accrued expenses and other current liabilities	5,745	1,267	961 (1)	7,973
Total current liabilities	78,434	6,597	35,961	120,992
Capital lease obligations, net of current portion	1,031	11	-	1,042
Other non-current liabilities	58	-	-	58
Total liabilities	79,523	6,608	35,961	122,092
Stockholders' Equity:				

Preferred stock	-		-	-
Common stock	2	2	(2)(1)	2
Additional paid-in capital	105,424	-	10,000 (1) 355 (1)	115,779
(Accumulated deficit)/Retained earnings	(42,196)	7,486	(7,486)(1)	(42,196)
Treasury stock	(2,934)	-	-	(2,934)
Accumulated other comprehensive income	-	11	-	11
Total stockholders' equity	60,296	7,499	2,867	70,662
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 139,819	$ 14,107	$ 38,828	$ 192,754

MIM Corporation
Unaudited Pro Forma Combined Condensed Statement of Income
(In Thousands, Except Per Share Amounts)

	Year ended December 31, 2001				
	MIM (Historical)	Vitality (Historical)	Pro Forma Adjustments		MIM Pro Forma
Revenue	$ 456,646	$ 74,770	$ -		$ 531,416
Cost of revenue	403,243	63,396	-		466,639
Gross profit	53,403	11,374	-		64,777
General and administrative expenses	38,489	7,078	126	(5)	45,693
Amortization of goodwill and other intangibles	2,200	-	(2,065)	(2)	928
			793	(3)	
Special credits	(2,476)	-	-		(2,476)
Income from operations	15,190	4,296	1,146		20,632
Other expense, net	(56)	(1,562)	(1,488)	(4)	(3,106)
Income (loss) before provision for income taxes	15,134	2,734	(342)		17,526
Provision for income taxes	932	57	90	(6)	1,079
Net income	$ 14,202	$ 2,677	$ (432)		$ 16,447
Basic income per common share	$ 0.67				$ 0.75
Diluted income per common share	$ 0.64				$ 0.72
Weighted average common shares used in computing basic income per share	21,273		592	(1)	21,865
Weighted average common shares used in computing diluted income per share	22,289		592	(1)	22,881

MIM Corporation

Notes to Unaudited Pro Forma Combined Condensed
Financial Information (In Thousands)

The unaudited pro forma combined condensed statement of income has been prepared to reflect the acquisition of Vitality as if the acquisition occurred on January 1, 2001, utilizing the purchase method of accounting. The unaudited pro forma combined condensed balance sheet was prepared to reflect the acquisition as of December 31, 2001, utilizing the purchase method of accounting.

The following is a summary of the adjustments reflected in the unaudited pro forma combined condensed balance sheet and income statement:

(1) Represents the elimination of Vitality's historical equity and the preliminary estimates of the excess of the purchase price over the fair value of the net tangible assets acquired:

Purchase price:	
Funded from the Company's line of credit	$35,000
Common stock value	10,000
Transaction costs	1,316
Total purchase price	46,316
Less - Net tangible assets as of December 31, 2001	7,488
Excess of purchase price over net tangible assets acquired	$38,828

Preliminary allocation of excess purchase price and amortizable life:

Customer relationships (20 years)	$11,000
Trademarks (Indefinite)	4,700
Non-compete agreements (3 years)	730
Goodwill	22,398
	$38,828

The total estimated purchase price of the acquisition has been allocated on a preliminary basis to assets and liabilities based on management's best estimates of fair value. These allocations are subject to change pending a final appraisal of the total purchase price and the fair value of the assets acquired and liabilities assumed.

On January 31, 2002, the Company acquired from Marc Wiener and Barbara Kammerer all of the issued and outstanding common stock of Vitality, pursuant to a Stock Purchase Agreement dated as of January 9, 2002 (the "Purchase Agreement") among Vitality, Marc Wiener, Barbara Kammerer and the Company. Vitality, located in Roslyn Heights, New York, distributes specialty pharmaceutical products, on a national basis, to the chronically ill and genetically impaired, particularly focusing on oncology, infections disease, immunology and rheumatory disease.

The aggregate purchase price for Vitality was $45,000 consisting of $35,000 in cash and the balance in the Company's common stock, a portion of which is being held in escrow to secure potential indemnification claims for breaches of Vitality and/or the individual seller's representations and warranties and covenants under the Purchase Agreement. The cash portion of the purchase price was funded through borrowings under the Company's existing $45,000 revolving credit facility.

Included in the purchase price is an accrual for transaction costs for certain merger legal, accounting and other miscellaneous expenses associated with the acquisition totaling approximately $1,316. Included in this amount is approximately $355 common stock provided for these services.

(2) Represents the reversal of amortization of goodwill incurred in 2001. On January 1, 2002, the Company adopted the provisions of Statement of Financial Accounting Standards No. 142, "Goodwill and Other Intangible Assets," and is no longer amortizing goodwill and intangible assets with indefinite lives.

(3) Represents amortization expense related to intangible assets, with definite lives, based on preliminary estimates of the allocation of the purchase price.

(4) Represents interest expense on amounts to fund the acquisition under the Company's line of credit. The interest expense was calculated using the Company's borrowing rate (4.25% on December 31, 2001).

(5) Represents rent expense for use of the facility owned by the former stockholders of Vitality.

(6) Represents the state income tax effect of the pro forma adjustments related to the acquisition. There was available Federal net operating loss carryforwards to offset Federal taxable income.

Exhibit 99.4

MIM Corporation
100 Clearbrook Road
Elmsford, NY 10523
(914) 460-1600

April 16, 2002

Securities and Exchange Commission
450 Fifth Street, N. W.
Washington, D.C. 20549-0408

Ladies and Gentlemen:

This letter is written pursuant to Temporary Note 3T to Article 3 of Regulation S-X.

MIM Corporation has received a representation letter from Arthur Andersen LLP ("Andersen") stating that the audit of the balance sheets of Vitality Home Infusion Services, Inc. as of December 31, 2001 and 2000, and the related statements of income, changes in stockholders' equity and cash flows for each of the three years in the period ended December 31, 2001, was subject to Andersen's quality control system for the U.S. accounting and auditing practice to provide reasonable assurance that the engagement was conducted in compliance with professional standards, that there was appropriate continuity of Andersen personnel working on the audit, availability of national office consultation, and availability of personnel at foreign affiliates of Andersen to conduct the relevant portions of the audit.

Very truly yours,

MIM Corporation

By: /s/ Barry A. Posner

Barry A. Posner
Executive Vice President & General Counsel