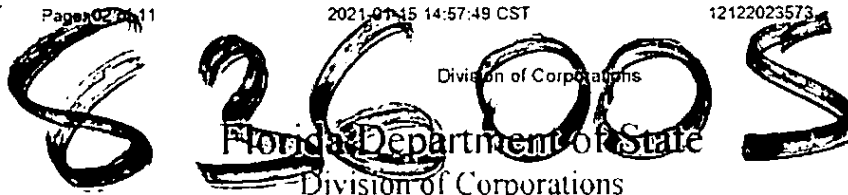


1/15/2021



Florida Department of State  
 Division of Corporations  
 Electronic Filing Cover Sheet

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((H21000021334 3)))



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To: Division of Corporations  
 Fax Number : (850)617-6380

From: Account Name : C T CORPORATION SYSTEM  
 Account Number : FCA000000023  
 Phone : (614)280-3338  
 Fax Number : (954)208-0845

1/15/2021 1:02:27

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
 SYMPHONIX HEALTH INSURANCE, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	10
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

DocuSign Envelope ID: D326A3F1-865E-4F88-9586-7D361228B97A

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

836005

(Document number of corporation (if known))

1. Symphonix Health Insurance, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Illinois (Incorporated under laws of) 3. March 23, 1976 (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of
incorporation? 11/19/2020
5. UnitedHealthcare Insurance Company of America
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if
not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the
new registered agent and/or the new registered office address:

Name of New Registered Agent
(Florida street address)

New Registered Office Address: , Florida (City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

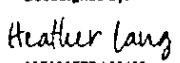
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STATE
CORPORATE
FL

DocuSign Envelope ID: D326A3F1-865E-4F88-95B6-7D361228B97A

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	Add
_____	_____	_____	Remove
_____	_____	_____	Add
_____	_____	_____	Remove
_____	_____	_____	Add
_____	_____	_____	Remove
_____	_____	_____	Add
_____	_____	_____	Remove

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

DocuSigned by:  
  
 \_\_\_\_\_  
 (Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Heather A. Lang  
 \_\_\_\_\_  
 (Typed or printed name of person signing)

Assistant Secretary  
 \_\_\_\_\_  
 (Title of person signing)

FILING FEE \$35.00



# Illinois Department of Insurance

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**JB PRITZKER**  
Governor

**ROBERT H. MURIEL**  
Director

December 4, 2020

Eileen W. Van Roeyen, JD, LLM  
Medicare & Retirement  
UnitedHealthcare  
1600 McConnor Parkway  
Schaumburg, IL 60173

*Also Sent Via E-Mail*

RE: Symphonix Health Insurance, Inc. (NAIC # 84549) Name Change to UnitedHealthcare Insurance Company of America; Amended Certificate of Authority; Amended Articles of Incorporation; Amended By-Laws

Dear Ms. Van Roeyen:

Enclosed is the Amended Certificate of Authority reflecting this domestic insurer's name change to UnitedHealthcare Insurance Company of America. Also enclosed are originals of the Amended Articles of Incorporation bearing the Director's approval, and the filed Amended By-Laws for your company's official files.

An invoice in the amount of \$300.00 related to the above will be sent to your attention under separate cover.

Sincerely,

Amy Stuart  
Supervisor, LAH Corporate Regulation  
[Amy.stuart@illinois.gov](mailto:Amy.stuart@illinois.gov)

Enclosure

**STATE OF ILLINOIS**  
**DEPARTMENT OF INSURANCE**



WHEREAS, UnitedHealthcare Insurance Company of America located in the County of Cook State of Illinois, was incorporated pursuant to the provisions of the "Illinois Insurance Code" applicable to said Insurance Company.

NOW, THEREFORE, I, the undersigned Director of Insurance of the State of Illinois, do hereby certify that the said Insurance Company is authorized to transact its appropriate insurance business as set forth under Clause(s) (a) Life, (b) Accident & Health of Class 1 of Section 4 of the "Illinois Insurance Code" in this State, in accordance with the laws thereof.

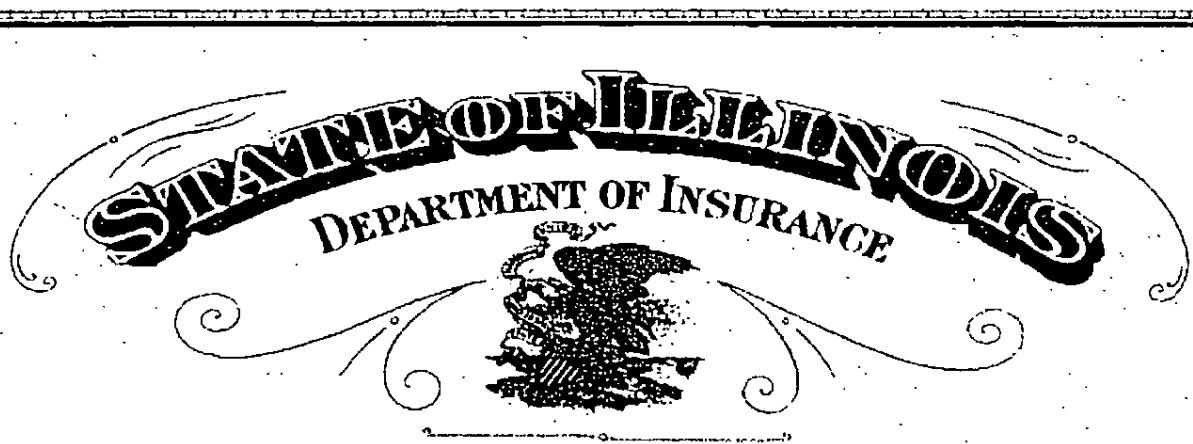
DEPARTMENT OF INSURANCE  
 OF THE STATE OF ILLINOIS

Date: December 30, 2020

*Shannon Whalen*  
 Shannon Whalen  
 Acting Director of Insurance



Certificate of Compliance



**AMENDED CERTIFICATE OF AUTHORITY**

**WHEREAS, UNITEDHEALTHCARE INSURANCE COMPANY OF AMERICA**  
*(f/k/a Symphonix Health Insurance, Inc.)*, located at County of Cook, State of Illinois, has  
 complied with the requirements of the *"Illinois Insurance Code"* applicable to said Company:

**NOW, THEREFORE, I**, the undersigned, Director of Insurance of the State of  
 Illinois, do hereby authorize the said Company to transact its appropriate business as set forth under  
Clauses (a) and (b) of Class 1 of Section 4 of the *"Illinois Insurance Code"* in this State.

DEPARTMENT OF INSURANCE of the State  
 of Illinois;

DATE: *November 19, 2020*

*Robert H. Muriel*  
 \_\_\_\_\_  
 ROBERT H. MURIEL  
 DIRECTOR OF INSURANCE



**AMENDED AND  
RESTATED**

**ARTICLES OF  
INCORPORATION**

**OF**

**SYMPHONIX HEALTH  
INSURANCE, INC.**

(The Above Space for Recorder's Use Only)

The undersigned Symphonix Health Insurance, Inc. pursuant to action of its Board of Directors and Shareholder in accordance with the provisions of the Insurance Code of the State of Illinois, hereby executes the following Amended and Restated Articles of Incorporation:

**ARTICLE ONE**

The name of the Company is **UnitedHealthcare Insurance Company of America.**

**ARTICLE TWO**

The Company is an Illinois stock insurance company under Article II of the Illinois Insurance Code.

**ARTICLE THREE**

The principal office of the Company is in the County of Cook and the State of Illinois.

The Company also may have, maintain and operate such other offices, either within or without the State of Illinois, as shall be proper or advisable in the discretion of the Board of Directors of the Company.

**ARTICLE FOUR**

The duration of the Company is perpetual.

**ARTICLE FIVE**

The Company shall be authorized and empowered to transact all kinds of insurance that an insurance company may now be permitted to transact as set forth in clauses (a) and (b), of Class 1 of Section 4 of the Illinois Insurance Code, or any amendment, restatement or replacement thereof.

## ARTICLE SIX

The Company shall be authorized and empowered, provided it maintains books and records that account for such business, to engage directly in any of the following businesses:

- (a) rendering investment advice;
- (b) rendering services related to the functions involved in the operation of its insurance business, including, but not limited to, actuarial, loss prevention, safety engineering, data processing, accounting, claims, appraisal and collection services;
- (c) acting as administrative agent for a government instrumentality which is performing an insurance function for a health or welfare program; and
- (d) any other business activity reasonably complementary or supplementary to its insurance business; either to the extent necessarily or properly incidental to the insurance business the Company is authorized to do in the State of Illinois or to the extent approved by the Director of the Illinois Department of Insurance and subject to any limitations he or she may prescribe.

## ARTICLE SEVEN

- (a) The number of directors of the company shall be determined from time to time by the Board of Directors but in no case shall the number of directors be less than three nor more than eight. All directors must be natural persons over the age of 18. At least three of the directors must be residents and citizens of the State of Illinois. If at any time the company is not a controlled insurer for purposes of Section 5/131.20b of the Illinois Insurance Code, at least 20%, but not less than one, of the directors shall be persons who are not officers or employees of the company. The directors shall be elected at the annual meeting of the shareholders, and each director elected shall hold office until such director's successor is elected and qualified or until the director's earlier death, resignation or removal.

## ARTICLE EIGHT

- (a) The amount of authorized capital of the Company shall be Two Million Five Hundred Thousand Dollars (\$2,500,000).
- (b) The aggregate number of common shares that the Company shall have authority to issue from time to time without further amendment to these Amended and Restated Articles of Incorporation shall be Two Hundred Thousand (200,000), and the par value of each such common share shall be Twelve Dollars and Fifty Cents (\$12.50).
- (c) The number of common shares issued and outstanding prior to the execution of these Amended and Restated Articles of Incorporation was Two Hundred Thousand (200,000), at a price that provided capital of Two Million Five Hundred Thousand Dollars (\$2,500,000).



**ARTICLE NINE**

These Amended and Restated Articles of Incorporation consolidate and supersede all prior amendments to the original Articles of Incorporation or Articles of Redomestication of Symphonix Health Insurance, Inc. and predecessor companies.

Subject at all times to the provisions of the Illinois Insurance Code and any regulations promulgated by the Department of Insurance of the State of Illinois, the Company and its shareholders, Directors and officers shall have all of the general rights, privileges, immunities and powers accorded to Illinois domiciled insurance companies.

**IN WITNESS WHEREOF**, the undersigned has executed these Amended and Restated Articles of Incorporation as of the 6 day of October, 2020.

**UNITEDHEALTHCARE INSURANCE COMPANY OF AMERICA**

By:   
Kent W. Monical, President

**ATTEST:**

  
Sarah A. Murdock, Secretary

STATE OF ILLINOIS  
COUNTY OF COOK

I, Eileen Wilhelmina Van Roeyen, a Notary Public for said state and county, do hereby certify that on the 6th day of October, 2020, Kent W. Monical, personally appeared before me and being first duly sworn declared that he is the President of UnitedHealthcare Insurance Company of America and that he signed the foregoing Amended and Restated Articles of Incorporation of UnitedHealthcare Insurance Company of America, in such capacity and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Eileen Wilhelmina Van Roeyen  
Notary Public  
My Commission Expires: 2/14/2021

