

Legal Division  
Compliance

Anthem, Inc.  
4040 Vincennes Circle  
Indianapolis, IN 46268-3027  
Fax 317 228-7410

850084

Anthem

July 29, 1998

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-07/30/98--01066--011  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Florida Department of State  
Amendment Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Name Change  
Anthem Life Insurance Company to Anthem Alliance Health Insurance Company

Dear Madam or Sir:

Enclosed you will find the following regarding the above-referenced name change:

1. Application By Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida;
2. Amendment to the Articles of Incorporation, certified by the Texas Department of Insurance; and
3. A check in the amount of \$43.75 to cover the cost of filing the amended articles and issuing a certificate of status.

Please forward the certificate of status to my attention at the above address. If you have any questions regarding this filing, please contact me at 317-228-7421. Thank you for your assistance in this matter.

Sincerely,



Judy Deckard  
Senior Compliance Analyst

/jad  
Enclosures

FILED  
98 JUL 30 AM 9:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N.C.  
7-31-98  
CC

# 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.)

FILED  
98 JUL 30 AM 9:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### SECTION I

(1-3 must be completed)

1. Anthem Life Insurance Company  
Name of corporation as it appears on the records of the Department of State.
2. Texas  
Incorporated under laws of
3. March 3, 1975  
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? 4/21/98

5. Anthem Alliance Health Insurance Company  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

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

N/A  
New Duration

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

N/A  
New Jurisdiction

Nancy L. Purcell  
Signature

Nancy L. Purcell  
Typed or printed name

July 28, 1998

Date

Corporate Secretary  
Title



# Texas Department of Insurance

333 Guadalupe Street P.O. Box 149104 Austin, Texas 78714-9104  
512/463-6169

STATE OF TEXAS           §  
  §  
COUNTY OF TRAVIS     §

The Commissioner of Insurance, as the chief administrative and executive officer and custodian of records of the Texas Department of Insurance has delegated to the undersigned the authority to certify the authenticity of documents filed with or maintained by or within the custodial authority of the Insurer Services Division of the Texas Department of Insurance.

Therefore, I hereby certify that the attached documents are true and correct copies of Amendment to the Articles of Incorporation of ANTHEM ALLIANCE HEALTH INSURANCE COMPANY, Dallas, Texas consisting of three (3) pages. I further certify that such documents are filed with or maintained by or within the custodial authority of the Insurer Services Division of the Texas Department of Insurance.

IN TESTIMONY WHEREOF, witness my hand and seal of office at Austin, Texas, this 20<sup>th</sup> day of May, 1998.

ELTON BOMER  
COMMISSIONER OF INSURANCE

BY: 

M.J. (Mike) Arendall, Admissions Officer  
Insurer Services Division  
Order No. 96-1276

No. 98-0456

OFFICIAL ORDER  
of the  
COMMISSIONER OF INSURANCE  
of the  
STATE OF TEXAS  
AUSTIN, TEXAS

Date: APR 21 1998

Subject Considered:

ANTHEM LIFE INSURANCE COMPANY  
Dallas, Texas  
TDI No. 01-70280

AMENDMENT TO THE ARTICLES OF INCORPORATION  
DOCKET NO. R-98-0343


General remarks and official action taken:

On this day came on for consideration by the Commissioner of Insurance, the application of ANTHEM LIFE INSURANCE COMPANY, Dallas, Texas, for approval of an amendment to the Articles of Incorporation changing its name from ANTHEM LIFE INSURANCE COMPANY to ANTHEM ALLIANCE HEALTH INSURANCE COMPANY and for a Certificate of Authority evidencing such change. Since the amendment to the Articles of Incorporation involves only a change of name, a hearing is not required by law.

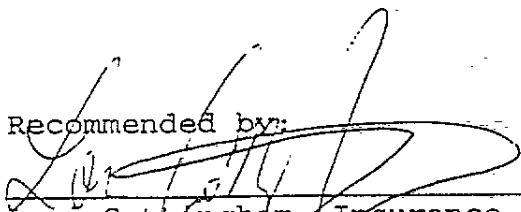
Action by ANTHEM LIFE INSURANCE COMPANY as required and permitted by TEX. INS. CODE ANN. art. 1.14 and art. 3.05, has been evidenced to the Commissioner of Insurance. The amendment is properly supported by the required documents, which evidence that the name ANTHEM ALLIANCE HEALTH INSURANCE COMPANY, is not so similar of that of any other insurance company as to be likely to mislead the public. The name change endorsement for ANTHEM ALLIANCE HEALTH INSURANCE COMPANY, Dallas, Texas, Form No. AAHIC-ENDRS-NM98 has been filed with the Life/Health Group Division.

Based upon the evidence submitted, it is hereby ORDERED by the Commissioner of Insurance, that such amendment be, and the same is hereby, approved. It is further ORDERED that a Certificate of Authority be issued to ANTHEM ALLIANCE HEALTH INSURANCE COMPANY, Dallas, Texas, evidencing the change effected by the amendment and that thereupon the prior Certificate of Authority No. 9298, dated July 19, 1990, be canceled.

ELTON BOMER  
COMMISSIONER OF INSURANCE

BY:   
Kathy A. Wilcox, Director  
Insurer Services  
Order 94-0580

Recommended by:

  
Lori Cottingham, Insurance Specialist  
Insurer Services

**AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
ANTHEM LIFE INSURANCE COMPANY**

The undersigned officer of Anthem Life Insurance Company (hereinafter referred to as the "Corporation"), existing pursuant to the provisions of Texas statutes (hereinafter referred to as the "Law"), as amended, desiring to give notice of corporate action effectuating amendment of certain provisions of its Articles of Incorporation, certifies the following facts:

**ARTICLE I**

TEXT OF THE AMENDMENT

The exact text of Article One of the Articles of Incorporation is amended as follows:

The name of the Corporation is Anthem Alliance Health Insurance Company

**ARTICLE II**

MANNER OF ADOPTION AND VOTE

Action by Directors

A resolution to change the name of the Corporation to Anthem Alliance Health Insurance Company was adopted by unanimous vote of the Board of Directors of the Corporation at a meeting duly called and legally held on March 11, 1998. The Board of Directors proposed to the Sole Shareholder of all 25,000 shares of Common Stock of the Corporation entitled to vote in respect to the Amendment that the provisions and terms of its Articles of Incorporation be amended so as to read as set forth in the Amendment.

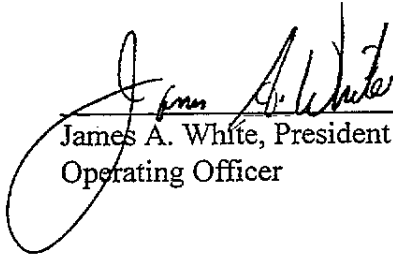
Action by Shareholders

A Written Consent dated March 11, 1998 was signed by the parent and Sole Shareholder of all 25,000 shares of Common Stock of the Corporation entitled to vote in respect to the Amendment, approving the name change and adopting the Amendment to the Articles of Incorporation.

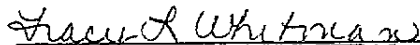
**ARTICLE III**

All other Articles and provisions of the Articles of Incorporation are hereby reaffirmed and are not changed.

IN WITNESS WHEREOF, the undersigned officer executes this Amendment to the Articles of Incorporation of the Corporation, and certifies to the truth of the fact herein stated this 11th day of March, 1998.

  
James A. White, President and Chief  
Operating Officer

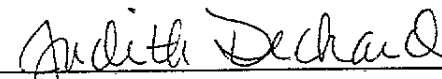
ATTEST:

  
Tracy E. Whitman, Assistant Secretary

STATE OF INDIANA        )  
                                  ) SS:  
COUNTY OF MARION     )

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Indiana, certify that James A. White, President and Chief Operating Officer of Anthem Life Insurance Company (the "Corporation"), the officer executing the foregoing Amendment to the Articles of Incorporation of the Corporation, personally appeared before me, acknowledged the execution thereof and swore or attested to the truth of the facts therein stated.

Witness my hand and seal this 11th day of March, 1998.

  
Notary Public

Printed Name

My Commission Expires:

\_\_\_\_\_

My County of Residence:

\_\_\_\_\_

JUDITH DECKARD  
NOTARY PUBLIC STATE OF INDIANA  
MARION COUNTY  
MY COMMISSION EXP OCT 27, 2000