2009 NOT-FOR-PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# N93000005558

Entity Name: HEALTHYWAYS, INC

Current Principal Place of Business:

Jan 27, 2009 Secretary of State

555 NORTH JEFFERSON STREET MONTICELLO, FL 32344

Current Mailing Address: New Mailing Address:

555 NORTH JEFFERSON STREET MONTICELLO, FL 32344

FEI Number: 59-1143105 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

MILLER, GEORGE W 240 WEST WASHINGTON STREET MONTICELLO, FL 32344 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Address:

City-St-Zip:

Electronic Signature of Registered Agent Date

OFFICERS AND DIRECTORS:

236 GOVERNMENT FARM RD

MONTICELLO, FL 32344

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

New Principal Place of Business:

() Delete () Change () Addition BRASWELL, TIM Name: Name: 1580 LIVE OAK RD Address: Address: City-St-Zip: MONTICELLO, FL 32344 City-St-Zip: Title: () Delete Title: () Change () Addition BRINSON, JOHN B Name: Name: Address: 129 PLANTATION DR Address: City-St-Zip: THOMASVILLE, GA 31792 City-St-Zip: Title: () Delete Title: () Change () Addition WRIGHT, GARY Name: Name: Address: P.O. BOX 340 N/A Address: City-St-Zip: MONTICELLO, FL City-St-Zip: Title: STD () Delete Title: () Change () Addition Name: GRUBBS, JANA Name: 4132 S JEFFERSON ST Address: Address: City-St-Zip: LAMONT, FL 32336 City-St-Zip: Title: () Delete Title: () Change () Addition WARD, DAVID W Name: Name: POB 159 Address: Address: City-St-Zip: MONTICELLO, FL 32344 City-St-Zip: Title: () Delete Title: () Change () Addition DEMOTT, MARK Name: Name:

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears

Address:

City-St-Zip:

SIGNATURE: GEORGE W. MILLER RA 01/27/2009

above, or on an attachment with an address, with all other like empowered.