


**2003 FOR PROFIT CORPORATION
UNIFORM BUSINESS REPORT (UBR)**

DOCUMENT # P95000025406		
1. Entity Name PHP HOLDINGS, INC.		
Principal Place of Business 4425 CORPORATION LANE VIRGINIA BEACH, VA 23462 US		Mailing Address 4425 CORPORATION LANE VIRGINIA BEACH, VA 23462 US
2. Principal Place of Business		3. Mailing Address
Suite, Apt. #, etc.		Suite, Apt. #, etc.
City & State		City & State
Zip		Country
4. FEI Number 65-0569629		Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required		<input type="checkbox"/> CHECK HERE IF MAKING CHANGES
6. Name and Address of Current Registered Agent CT CORPORATION SYSTEM C/O CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND RD. PLANTATION, FL 33324		7. Name and Address of New Registered Agent
Name		Street Address (P.O. Box Number is Not Acceptable)
City		FL Zip Code
8. 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. I am familiar with, and accept the obligations of registered agent.		
SIGNATURE _____ DATE _____ <small>5. Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent's signature required when substituting)</small>		
<div style="border: 1px solid black; padding: 2px; font-size: small;"> FILE NOW WITH FEE IS \$150.00 After May 1, 2003 Fee will be \$550.00 Make Check Payable to Florida Department of State </div>		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees
10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11
TITLE DPC	NAME FERNANDEZ, MICHAEL B	TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 65 ALHAMBRA PLAZA 7TH FL.	CITY-ST-ZIP CORAL GABLES, FL 33134	STREET ADDRESS See Attached List
CITY-ST-ZIP	CITY-ST-ZIP	CITY-ST-ZIP
TITLE VP	NAME JIMENEZ, PETER	TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 65 ALHAMBRA PLAZA 7TH FL.	CITY-ST-ZIP CORAL GABLES, FL 33134	STREET ADDRESS
CITY-ST-ZIP	CITY-ST-ZIP	CITY-ST-ZIP
TITLE VP	NAME BROWN, FRED W.	TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 1410 N. WESTSHORE BLVD., STE 200	CITY-ST-ZIP TAMPA, FL 33607	STREET ADDRESS
CITY-ST-ZIP	CITY-ST-ZIP	CITY-ST-ZIP
TITLE ST	NAME ABOOD, JOSEPH	TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 65 ALHAMBRA PLAZA 7TH FL.	CITY-ST-ZIP CORAL GABLES, FL 33134	STREET ADDRESS
CITY-ST-ZIP	CITY-ST-ZIP	CITY-ST-ZIP
TITLE D	NAME MEDEL, ROGER J MD	TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 1301 CONCORD TERR	CITY-ST-ZIP SUNRISE, FL 33323	STREET ADDRESS
CITY-ST-ZIP	CITY-ST-ZIP	CITY-ST-ZIP
TITLE D	NAME KOEPPEL, ROBERT	TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 65 ALHAMBRA PLAZA, 7TH FL.	CITY-ST-ZIP CORAL GABLES, FL 33134	STREET ADDRESS
CITY-ST-ZIP	CITY-ST-ZIP	CITY-ST-ZIP
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(1), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my 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 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address with all other like empowered.		
SIGNATURE: <i>[Signature]</i> 3/7/03		Date (957) 321-3507
<small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>		<small>Date</small>

30050841



CR2E034 (10/02)

ATTACHMENT

30050841
P95000025406

BOARD OF DIRECTORS
PHP Holdings, Inc.
State of Inc: Florida
DOI: 3/30/95
Acquired by Merger: 12/31/02

Board of Directors

Director	Elected	Director	Elected
Stanley F. Baldwin AMERIGROUP Corporation 4425 Corporation Lane, #300 Virginia Beach, VA 23462 Phone: (757) 490-6900 Fax: (757) 557-6743	12/31/02	Theodore M. Wille, Jr. AMERIGROUP Corporation 4425 Corporation Lane, #300 Virginia Beach, VA 23462 Phone: (757) 490-6900 Fax: (757) 473-2738	12/31/02
Lorenzo Childress, Jr., MD AMERIGROUP Corporation 4425 Corporation Lane, #300 Virginia Beach, VA 23462 Phone: (757) 490-6900 Fax: (757) 557-6743	12/31/02	Scott M. Tabakin AMERIGROUP Corporation 4425 Corporation Lane, #300 Virginia Beach, VA 23462 Phone: (757) 490-6900 Fax: (757) 473-2738	1/1/03

Officers

Name	Title	Elected
Theodore M. Wille, Jr.	President and Chief Executive Officer	12/31/02
Stanley F. Baldwin	Vice President and Secretary	12/31/02
Scott M. Tabakin	Vice President and Treasurer	12/31/02
Kathleen Toth	Vice President and Assistant Secretary	12/31/02
Scott Anglin	Vice President and Assistant Treasurer	12/31/02
Sherri Lee	Vice President and Assistant Treasurer	1/1/03