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September 14, 2000

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-09/18/00--01124--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**RE: Application by Foreign Corporation for Authorization to Transact Business  
in Florida  
Continental Plan Services, Inc.**

Dear Sir or Madam:

Enclosed are the following documents:

1. One original and one copy of an Application by Foreign Corporation for Authorization to Transact Business in Florida;
2. Check #182076 in the amount of \$70.00 in payment of the filing fee; and
3. An original Certificate of Existence for Continental Plan Services from the State of Wisconsin.

Please return a file stamped copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida to: Nancy L. Hawley, Legal Department, American Medical Security, Inc., P.O. Box 19032, Green Bay, WI 54307-9032.

If you have any questions, or if I can be of any further assistance, please do not hesitate to call me at (920) 661-1019 or 1-800-232-5432, Ext. 11019. Thank you.

Very truly yours,

*Nancy L. Hawley*  
Nancy L. Hawley  
Legal Department

FILED  
30 SEP 18 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosure

mtw  
9/20

# ORIGINAL

## APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. CONTINENTAL PLAN SERVICES, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Wisconsin

(State or country under the law of which it is incorporated)

3. 39-1804305

(FEI number, if applicable)

4. February 17, 1994

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. CONTINENTAL PLAN SERVICES, INC.

3100 AMS Boulevard, Green Bay, WI 54313

(Current mailing address)

8. Third Party Administrator of Insurance

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

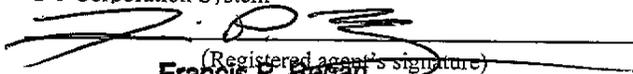
Plantation, Florida, 33324

(Zip code)

10. **Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

  
Francis P. Hagan  
Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: Director: Samuel V. Miller

Address: 3100 AMS Boulevard  
Green Bay, WI 54313

Vice Chairman: Director: Gary D. Guengerich

Address: 3100 AMS Boulevard  
Green Bay, WI 54313

Director: Timothy J. Moore

Address: 3100 AMS Boulevard  
Green Bay, WI 54313

Director: \_\_\_\_\_

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

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Samuel V. Miller

Address: 3100 AMS Boulevard  
Green Bay, WI 54313

Vice President: Executive Vice President and CFO - Gary D. Guengerich

Address: 3100 AMS Boulevard  
Green Bay, WI 54313

Secretary: Senior Vice President of Corporate Affairs, General Counsel & Secretary - Timothy J. Moore

Address: 3100 AMS Boulevard  
Green Bay, WI 54313

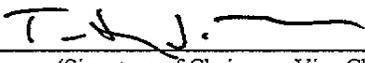
Treasurer: Vice President & Treasurer - Carol P. Sanders

Address: 3100 AMS Boulevard  
Green Bay, WI 54313

(See Attached List of additional officers)

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**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Timothy J. Moore, Senior Vice President of Corporate Affairs, General Counsel & Secretary  
(Typed or printed name and capacity of person signing application)

**CONTINENTAL PLAN SERVICES, INC.**

**OFFICERS:**

<b>President</b>	<b>Samuel V. Miller 3100 AMS Boulevard Green Bay, WI 54313</b>
<b>Executive Vice President &amp; CFO</b>	<b>Gary D. Guengerich 3100 AMS Boulevard Green Bay, WI 54313</b>
<b>Sr. Vice President of Corporate Affairs, General Counsel &amp; Secretary</b>	<b>Timothy J. Moore 3100 AMS Boulevard Green Bay, WI 54313</b>
<b>Executive Vice President of Operations</b>	<b>Thomas G. Zielinski 3100 AMS Boulevard Green Bay, WI 54313</b>
<b>Executive Vice President &amp; Chief Actuary</b>	<b>James C. Modaff 3100 AMS Boulevard Green Bay, WI 54313</b>
<b>Sr. Vice President Sales &amp; Marketing</b>	<b>Christopher N. Earl 3100 AMS Boulevard Green Bay, WI 54313</b>
<b>Vice President &amp; Treasurer</b>	<b>Carol P. Sanders 3100 AMS Boulevard Green Bay, WI 54313</b>
<b>Vice President, Actuarial</b>	<b>Scott B. Westphal 3100 AMS Boulevard Green Bay, WI 54313</b>
<b>Vice President, Human Resources</b>	<b>John R. Wirch 3100 AMS Boulevard Green Bay, WI 54313</b>
<b>Vice President, Controller</b>	<b>James E. Prochnow 3100 AMS Boulevard Green Bay, WI 54313</b>

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**100 SEP 18 AM 8:43**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**Assistant Secretary**

**Julie A. Van Straten  
3100 AMS Boulevard  
Green Bay, WI 54313**

**Assistant Secretary**

**Cheryl A. Thomson  
3100 AMS Boulevard  
Green Bay, WI 54313**

**DIRECTORS:**

**Director**

**Samuel V. Miller  
3100 AMS Boulevard  
Green Bay, WI 54313**

**Director**

**Gary D. Guengerich  
3100 AMS Boulevard  
Green Bay, WI 54313**

**Director**

**Timothy J. Moore  
3100 AMS Boulevard  
Green Bay, WI 54313**

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**TALLAHASSEE, FLORIDA**

DOM  
180 181 185

United States of America

State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Administrator, Division of Corporate & Consumer Services, Department of Financial Institutions, do hereby certify that

CONTINENTAL PLAN SERVICES, INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is February 14, 1994.

I further certify that said corporation has, within its most recently completed report year, filed an annual report required under ss. 180.1622, 180.1921 or 181.1622, Wis. Stats., and that it has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on 17 Aug 2000.

RAY ALLEN, Administrator  
Division of Corporate & Consumer Services  
Department of Financial Institutions

00 SEP 18 AM 10:43  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BY:



Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.