

CT CORPORATION

CORPORATION NAME

F02000002581

1) The AMERIGROUP Charitable Foundation, INC

FILED
02 MAY 22 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

BK

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/22/02

File First

Order#: 5351473

Ref#:

Amount: \$

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02 MAY 22 AM 11:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

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*****78.75 *****78.75

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:*

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SECRETARY OF STATE
FLORIDA

1. The AMERIGROUP Charitable Foundation, Inc.

(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Delaware

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

3. 54-2014061

(FEI number, if applicable)

4. November 17, 2000

(Date of Incorporation)

5. Perpetual

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

6. Immediately

(Date corporation first conducted Affairs in Florida -
See sections 617.1501, 617.1502, and 817.155, F.S.)

7. c/o AMERIGROUP Corporation

4425 Corporation Lane Virginia Beach, VA 23462

(Current mailing address)

8. Charitable and educational purposes within meaning of §501 (c)(3) of the Internal Revenue Code.

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

9. Name and street address of Florida registered agent:
The Foundation does not solicit contributions from individuals or entities.

C T CORPORATION SYSTEM

(Name)

c/o C T CORPORATION SYSTEM, 1200 S. Pine Island Rd.,

(Office address)

Plantation

(City)

, 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



(Registered agent's signature)

Judith B. Argao

Asst. Secretary & V. President

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)

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

Chairman: See attached.

Address: _____

Vice Chairman: See attached.

Address: _____

Director: See attached.

Address: _____

Director: See attached.

Address: _____

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

President: See attached.

Address: _____

Vice President: See attached.

Address: _____

Secretary: See attached.

Address: _____

Treasurer: See attached.

Address: _____

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

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

Stanley F. Baldwin, SVP and Secretary

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

BOARD OF DIRECTORS
The AMERIGROUP Charitable Foundation

Board of Directors

Director	Elected	Director	Elected
Jeffrey L. McWaters AMERIGROUP Corporation 4425 Corporation Lane, #300 Virginia Beach, VA 23462 Phone: (757) 490-6900 Fax: (757) 490-7152		Stanley F. Baldwin AMERIGROUP Corporation 4425 Corporation Lane, #300 Virginia Beach, VA 23462 Phone: (757) 490-6900 Fax: (757) 557-6743	
Scott M. Tabakin AMERIGROUP Corporation 4425 Corporation Lane, #300 Virginia Beach, VA 23462 Phone: (757) 490-6900 Fax: (757) 490-7152	6/28/01	Herman Wright AMERIGROUP Corporation 4425 Corporation Lane, #300 Virginia Beach, VA 23462 Phone: (757) 490-6900 Fax: (757) 557-6743	

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TALLAHASSEE

Officers

Name	Title	Elected
Jeffrey L. McWaters	Chairman of the Board and President	
Sherri E. Lee	Vice President and Treasurer	
Stanley F. Baldwin	Vice President and Secretary	
Scott M. Tabakin	Vice President and Assistant Treasurer	
Herman Wright	Vice President	

ADDRESS FOR ALL: AMERIGROUP Corporation
4425 Corporation Lane, #300
Virginia BEach, VA 23462

Delaware

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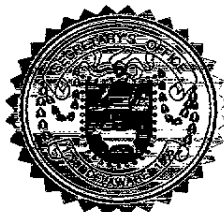
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE AMERIGROUP CHARITABLE FOUNDATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF MARCH, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3325649 8300

AUTHENTICATION: 1670140

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DATE: 03-15-02