

F03000006156

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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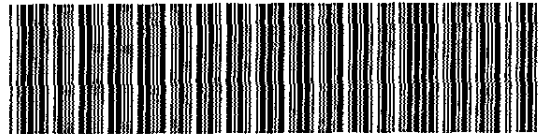
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(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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055
734, 671

\$3450.00 Office Use Only

W03-34414

12/12/03
[Signature]

UNIVERSAL AMERICAN FINANCIAL CORP.

600 Courtland Street
Orlando, FL 32804

407 628 1776 x4653
407 628 1312 Fax

Mailing Address:
PO Box 3509
Orlando, FL 32802

December 4, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Marsha Thomas, Document Specialist

Dear Sir

Re: Universal American Financial Corp – FEIN 11-2580136
Ref no. W03000034414, Letter no. 703A00062543

We refer to your letter dated November 18, 2003 and enclose a check of \$3,450 being payment of the late filing penalty of both annual report/uniform business report.

Enclosed are the copies of our document and a copy of your letter dated November 18, 2003.

Should you need further information, please do not hesitate to contact me at 407-628-1776 ext. 4653 or e-mail me at jleung@uafc.com.

Yours truly,



Joannie Leung, CPA, MST
Director of Tax Compliance

Encl.

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TALLAHASSEE, FLORIDA

Subsidiaries

American Exchange	★	American Pioneer	★	American Progressive	★	Constitution Life		
Marquette National	★	Peninsular Life	★	Pennsylvania Life	★	Penn Corp. Canada	★	Union Bankers



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 18, 2003

JOAN M. FERRARONE
6 INTERNATIONAL DRIVE
RYE BROOK, NY 10573

SUBJECT: UNIVERSAL AMERICAN FINANCIAL CORP
Ref. Number: W03000034414

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for UNIVERSAL AMERICAN FINANCIAL CORP and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3450.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 703A00062543

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: UNIVERSAL AMERICAN FINANCIAL CORP.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Joan M. Ferrarone
(Name of Person)
Universal American Financial Corp.
(Firm/Company)
6 International Drive
(Address)
Rye Brook, New York 10573
(City/State and Zip code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

William H. Cushman at (914) 934-5200 X 107
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. Universal American Financial Corp.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

N/A

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York

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

3. 11-2580136

(FEI number, if applicable)

4. August 31, 1981

(Date of incorporation)

5. Perpetual

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

6. 2000

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 6 International Drive, Rye Brook, New York 10573

(Principal office address)

6 International Drive, Rye Brook, New York 10573

(Current mailing address)

8. Holding Company

(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: Michael A. Colliflower

Office Address: 600 Courtland Street

Orlando

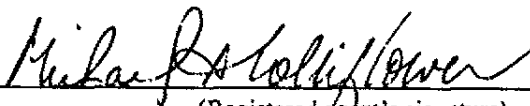
(City)

Florida 32804

(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.



(Registered agent's signature)

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.

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TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Richard A. Barasch Chairman, President & CEO

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

UNIVERSAL AMERICAN FINANCIAL CORP.
6 INTERNATIONAL DRIVE, SUITE 190
RYE BROOK, NEW YORK 10573-1068
(914) 934-5200 FAX (914) 934-0700

BOARD MEMBERS

Richard A. Barasch
Universal American Financial Corp.
6 International Drive
Rye Brook, New York 10573

O: 914-934-8700
F: 914-934-0700
H: 212-769-2165
C: 917-502-1020
Cell: 917-359-3042

e-mail: rbarasch@uaafc.com
Home: 160 W. 86th Street, 14th Floor
New York, New York 10024

Bradley Cooper
Capital Z Partners
54 Thompson Street
New York, New York 10012

O: 212-965-2410
F: 212-965-2411
H: 212-580-1707
F: 212-580-1706

e-mail: brad.cooper@capitalz.com

Home: 200 Riverside Blvd., #17H
New York, New York 10069

Susan Fleming
Capital Z Partners
54 Thompson Street
New York, New York 10012

O: 212-965-2427
F: 212-965-2411
H: 212-765-2620

e-mail: susan.fleming@capitalz.com
Home: 315 W. 57th Street, Apt. 9C
New York, New York 10019

Mark Harmeling
TA Associates Realty
28 State Street
Boston, Massachusetts 02109

O: 617-476-2730
F: 617-476-2799
H: 978-664-2432
C: 617-899-4828

e-mail: Harmeling@TARealty.com

Home: 108 Chestnut Street
N. Reading, MA 01864

Hon. Bertram Harnett
Harnett, Lesnick & Ripps., P.A.
150 E. Palmetto Park Road
Boca Raton, Florida 33432

O: 561-367-6128
F: 561-368-4315
H: 561-393-7443
HF: 561-393-6296

e-mail: BHarnett@Harnettlesnick.com

Home: 2000 N. Ocean Blvd.
Boca Raton, Florida 33431

Linda H. Lamel
150 E. 61st Street
New York, New York 10021

H: 212-371-8257
Cell: 516-729-8780
F: 425-790-4345

e-mail: Linda@lamel.net

Patrick J. McLaughlin
Emerald Capital Group
100 Chetwynd Drive, Suite 202
Rosemont, PA 19010

O: 610-527-0350
F: 610-527-0352
H: 610-526-9556

e-mail: PJM@emeraldcapital.com

Home: 404 Barbara Lane
Bryn Mawr, PA 19010

Robert Spass
Capital Z Partners
54 Thompson Street
New York, New York 10012

O: 212-965-2330
F: 212-965-2431
H: 908-789-6459

e-mail: bob.spass@capitalz.com

Home: 804 Ramapo Way
Westfield, New Jersey 07090

Robert F. Wright
Robert F. Wright Associates, Inc.
57 W. 57th Street, Suite 704
New York, New York 10019

O: 212-828-8546
F: 212-828-8546
H: 201-626-3120

e-mail: Robert@RFWright.com

Home: 31 River Court, Apt. 3305
Jersey City, New Jersey 07310

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FLORIDA

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OFFICERS:

Richard A. Barasch - Chairman, President and Chief Executive Officer
Gary W. Bryant, CPA – Executive Vice President & Chief Operating Officer
Robert A. Waegelein, CPA – Executive Vice President & Chief Financial Officer
Sarah Bell – Vice President, Corporate Marketing
Carl L. Cochrane – Vice President, Tax
Michael A. Colliflower – Vice President, Legal
William H. Cushman, CPA – Vice President, Financial Reporting
Fred Rook – Vice President and Chief Information Officer
Donald M. Gray, CPA, CPA – Vice President, Finance
Neil Lund, FSA – Vice President and Chief Actuary
Rodney Hyatt – Asst. Vice President, Facilities Management
Joan M. Ferrarone – Secretary

10/1/01

10/30/02

4/1/00

7/16/03

Annual Meeting - When:

Annual Stockholders' Meeting – 2nd Tuesday of April or at such date and time as shall be designated from time to time by the Board of Directors.

Directors - How Many:

Number of Directors Authorized – Not less than 1 Director nor more than 10

Miscellaneous:

Federal I.D.: #11-2580136

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SECRETARY OF
TALLAHASSEE, FLORIDA

State of New York | **ss:**
Department of State

I hereby certify, that the Certificate of Incorporation of UNIVERSAL AMERICAN FINANCIAL CORP. was filed on 08/31/1981, under the name of UNIVERSAL HOLDING CORP., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

A Certificate of Amendment was filed on 01/25/1982.

A Certificate of Amendment was filed on 11/30/1982.

A Certificate of Amendment was filed on 05/06/1983.

A Certificate of Amendment was filed on 09/07/1988.

Restated Certificate of Incorporation was filed on 12/09/1988.

A Certificate of Amendment was filed on 08/20/1990.

A Certificate of Amendment was filed on 04/19/1991.

A Biennial Statement was filed 05/21/1993.

A Biennial Statement was filed 09/27/1993.

Restated Certificate of Incorporation was filed on 10/04/1993.

A Certificate of Amendment was filed on 12/21/1993.

A Certificate of Amendment was filed on 12/21/1994.

A certificate changing name to UNIVERSAL AMERICAN FINANCIAL CORP. was filed on 06/27/1996.

A Certificate of Amendment was filed on 04/07/1997.

A Certificate of Amendment was filed on 04/23/1997.

A Biennial Statement was filed 08/28/1997.

Restated Certificate of Incorporation was filed on 04/29/1998.

A Certificate of Amendment was filed on 12/30/1998.

Restated Certificate of Incorporation was filed on 07/29/1999.

A Biennial Statement was filed 09/10/1999.

(page 2) - UNIVERSAL AMERICAN FINANCIAL CORP.

Restated Certificate of Incorporation was filed on 04/20/2000.

Restated Certificate of Incorporation was filed on 07/10/2001.

A Biennial Statement was filed 08/13/2001.

A Biennial Statement was filed 08/01/2003.

I further certify, that no other documents have been filed by such Corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 31st day of October
two thousand and three.



Secretary of State

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