

F04000005169

2004 SEP -9 A 8:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

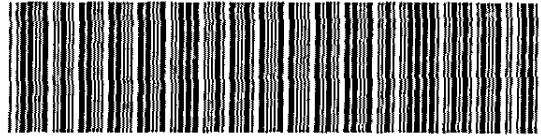
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W03-30573

AL¹

Office Use Only



200023556402

10/10/03--01047--008 **78.75

09/09/04--01048--024 **5750.00



TEL: 714.445-4235
FAX: 714.445.4005

FILED

2004 SEP -9 A 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 30, 2003

Ms. Susan Wheeler
CT Corporation Systems
818 West 7th Street
Los Angeles, CA 90017

RE: Optum, Inc.
Application by Foreign Corporation for Authorization to Transact Business in Florida
Designation of CT Corporation as Optum's registered agent in Florida

Dear Susan:

Attached please find the completed "Application by Foreign Corporation for Authorization to Transact Business in Florida" ("Application") for Optum Inc. ("Optum"). Please note that section 9 of the Application is open for completion by CT Corporation. Included with the application is: 1) Optum's check in the amount of \$78.75 payable to the Florida Department of State for filing fees and certificate of status, and 2) an original certificate of good standing from the State of Delaware for Optum.

Please complete section 9 and forward the **original** application, including the check for filing fees and certificate of good standing, to the following address as noted on the "transmittal letter" of the application:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Please mail a **copy** of the final application to my attention.

I thank you in advance for your assistance in this matter. I understand Optum will be billed separately for adding CT Corporation's representation in Florida. If you have any questions regarding this matter, feel free to contact me at (714) 445-4235.

Sincerely,

Rita K. Parvaneh
Controller

OPTUM, INC.

3330 Harbor Boulevard
Costa Mesa, CA 92626



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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2004 SEP -9 A 8:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 21, 2003

RITA PARVANEH
OPTUM, INC.
3330 HARBOR BLVD.
COSTA MESA, CA 92626

SUBJECT: OPTUM, INC.
Ref. Number: W03000030573

We have received your document for OPTUM, INC. and your check(s) totaling \$78.75. 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 \$4,600.00.

\$5,750.00

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 503A00057320



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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2004 SEP -9 A 8:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 6, 2004

RITA PARVANEH
OPTUM, INC.
3330 HARBOR BLVD.
COSTA MESA, CA 92626

SUBJECT: OPTUM, INC.
Ref. Number: W03000030573

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for OPTUM, INC..

This office received information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, which indicates that the corporation has transacted business in the State of Florida since December 31, 1999. You were notified by letter dated October 21, 2003, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$5750.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone (850) 245-6051.

Registration Section
Division of Corporations Letter No. 804A00042246

Enclosure



TEL 714.557.9050

FAX 714.557.9056

WEB www.optum.com

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2004 SEP -9 A 8:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 31, 2004

Registration Section
Division of Corporations
Florida Department of State
PO Box 6327
Tallahassee, FL 32314

Subject: Optum Inc.
Ref. Number: W03000030573

Dear Registration Section,

Back in October 2003, we sent in the Transmittal Letter and Application by Foreign Corporation for Authorization To Transact Business in Florida along with the check in the amount of \$78.75 for filing fee and certificate of status.

However, the application has never been process because we did not send in a check to pay for the penalty and appropriate fees according to the section 607.1502(4), Florida Statutes.

Along with this letter is a check in the amount of \$5,750 for the appropriate fees and penalty. Hopefully, this check is the only thing holding up the application process.

Please let me know if you need any additional information. I can be reached at (714) 445-4107.

Sincerely,

Huong Bui
Staff Accountant

TRANSMITTAL LETTER

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TO: Registration Section
Division of Corporations

2004 SEP -9 A 8:55

SUBJECT:

Optum, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(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:

Ms. Rita Parvaneh, Controller

(Name of Person)

Optum, Inc.

(Firm/Company)

3330 Harbor Blvd.

(Address)

Costa Mesa, CA 92626

(City/State and Zip code)

For further information concerning this matter, please call:

Rita Parvaneh

(Name of Person)

at (714) 445-4235

(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. Optum, Inc.

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

2. Delaware

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

3. 33-0123517

(FEI number, if applicable)

4. 10-2-98

(Date of incorporation)

5. perpetual

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

6. 1999

(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. 3330 Harbor Blvd. Costa Mesa, CA 92626

(Principal office address)

same as above

(Current mailing address)

8. Computer software sales and related services

(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: ST Corporation system

Office Address: 1200 Pine Island Rd.

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.

Mark Terroso

(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.

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: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

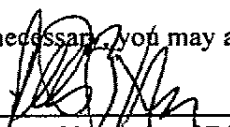
Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

13. X  CEO
(Signature of Director or Officer listed in number 12 of the application)

14. Peter B. Barker, Chief Financial Officer and Secretary
(Typed or printed name and capacity of person signing application)

**Optum, Inc.
Members of the Board of Directors
As of October 2, 2003**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Chairman of the board: n/a

Vice Chairman of the board: n/a

Directors:

**David J. Simbari (President & CEO, Optum)
John A. Downer (Cornerstone Capital Investors)
Jeffrey L. Horing (Insight Capital Partners)
Lawrence Handen (UBS)
Rick Smith (Independent)
David Finley (Independent)
Henry Satterwaite (Independent)**

Mailing address for above directors:

**11 Martine Avenue, Suite 1175
White Plains, New York 10606-2660**

**Optum Inc.
Listing of Officers
As of December 31, 2002**

**David J. Simbari, President and Chief Executive Officer
Peter B. Harker, Secretary, Chief Financial Officer and Vice President
Finance
Kevin Hart, Senior Vice President, Chief Operating Officer
Nick Lapko, Vice President Human Resources**

Mailing address for above officers:

Peter B. Harker: 3330 Harbor Blvd, Costa Mesa, California 92626

All others:

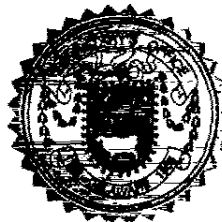
**11 Martine Avenue, Suite 1175
White Plains, New York 10606-2660**

Delaware

The First State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OPTUM, INC." 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 FIRST DAY OF OCTOBER, A.D. 2003.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2951443 8300

AUTHENTICATION: 2664849

030630224

DATE: 10-01-03