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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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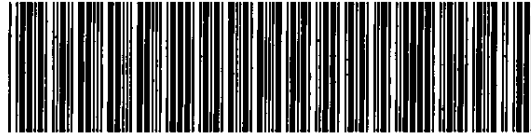
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch AUG 14 2006

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: The Health Exchange, Inc.
(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:

Scott Siemers
(Name of Person)

The Health Exchange, Inc.
(Firm/Company)

2800 Rockcreek Parkway
(Address)

North Kansas City, MO 64117
(City/State and Zip code)

For further information concerning this matter, please call:

Scott Siemers at 816-221-1024
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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. The Health Exchange, Inc.

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

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

2. Missouri

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

3. 20-3562626

(FEI number, if applicable)

4. 09/30/2005

(Date of incorporation)

5. Perpetual

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

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2800 Rockcreek Parkway, North Kansas City, MO 64117

(Principal office address)

2800 Rockcreek Parkway, North Kansas City, MO 64117

(Current mailing address)

8. Third-party administrative services and solutions to healthcare benefits plan sector

(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

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.

See Attached page

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

A. DIRECTORS

Chairman: See attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list

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. Scott Siemers

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

14. Scott Siemers, Treasurer

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

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TALLAHASSEE, FLORIDA

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THE HEALTH EXCHANGE, INC.
OFFICERS

<u>Name</u>	<u>Title</u>	<u>Address</u>
Bill D. Wing	President	2800 Rockcreek Parkway Kansas City, MO 64117
Marc G. Naughton /	Vice President & Assistant Treasurer	2800 Rockcreek Parkway Kansas City, MO 64117
Randy D. Sims	Vice President & Secretary	2800 Rockcreek Parkway Kansas City, MO 64117
Marc E. Elkins	Assistant Secretary	2800 Rockcreek Parkway Kansas City, MO 64117
Scott Siemers	Treasurer	2800 Rockcreek Parkway Kansas City, MO 64117

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TALLAHASSEE, FLORIDA

THE HEALTH EXCHANGE, INC.
DIRECTORS

<u>Name</u>	<u>Address</u>
Marc G. Naughton	2800 Rockcreek Parkway Kansas City, MO 64117
Randy D. Sims	2800 Rockcreek Parkway Kansas City, MO 64117

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT

RE: **The Health Exchange, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: August 7, 2006

C T CORPORATION SYSTEM

By


Jonathan L. Miles,
Assistant Secretary

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

THE HEALTH EXCHANGE, INC.
00688739

was created under the laws of this State on the 30th day of September, 2005, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 4th day of August, 2006

Robin Carnahan

Secretary of State

