

FD7000004841

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name chg/cc

APR 24 2017
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: MidasPlus, Inc.

Name of Corporation

DOCUMENT NUMBER: F07000004841

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kathy Brown

Name of Contact Person

Conduent Business Services, LLC

Firm/Company

2828 N. Haskell Ave., 9th Floor

Address

Dallas, TX 75204

City/State and Zip Code

cbs.legal-corporate@conduent.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kathy Brown

Name of Contact Person

at (214) 841-6346

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

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

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the records of this agency show that

MIDASPLUS, INC.

was incorporated or formed on the 18 day of February, 1998.

The Executive Director further certifies that the above named entity changed its name to:

CONDUENT CARE MANAGEMENT, INC.

on the 3RD day of April, 2017.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date:
April 11, 2017.



A stylized signature of Ted Vogt.

Ted Vogt, Executive Director

By: A stylized signature of Leticia Alonzo.

LETICIA ALONZO

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Ted Vogt, Executive Director of the Arizona Corporation Commission, do hereby certify that

*****CONDUENT CARE MANAGEMENT, INC.*****

a domestic corporation organized under the laws of the State of Arizona, did incorporate on February 18, 1998.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; and that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 11th Day of April, 2017, A. D.




Ted Vogt, Executive Director

By: 

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

The Executive Director of the Arizona Corporation Commission does hereby certify that the attached copy of the following document:

ARTICLES OF AMENDMENT, 04/3/2017

consisting of 3 pages, is a true and complete copy of the original of said document on file with this office for:

CONDUENT CARE MANAGEMENT, INC.
ACC file number: -0832662-4

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: April 11, 2017.



A stylized signature of Ted Vogt, the Executive Director, written in black ink.

Ted Vogt, Executive Director

By: A stylized signature of Leticia Alonzo, written in black ink.

LETICIA ALONZO

ARIZONA CORP COMMISSION
FILED

APR 03 2017

FILE NO. 0832662.4

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR AOC USE ONLY.

**ARTICLES OF AMENDMENT
FOR-PROFIT CORPORATION**
Read the Instructions C014!

- 1.
- ENTITY NAME**
- give the exact name of the corporation as currently shown in A.C.C. records:

MidasPlus, Inc.

- 2.
- A.C.C. FILE NUMBER:**
- 08326624

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

3. Date on which the attached amendment was adopted: 02/07/2017

4. Does the amendment provide for an exchange, reclassification or cancellation of
- issued**
- shares?
-
- ☐
- Yes – go to number 4.1 and continue.
- ☒
- No – go to number 5 and continue.

- 4.1 If your answer to number 4 was "yes," does the amendment contain provisions for implementing the exchange, reclassification or cancellation of issued shares?
-
- ☐
- Yes – go to number 5 and continue.
- ☐
- No – go to number 4.2 and continue.

- 4.2 If your answer to number 4.1 was "no," you must provide a statement of the provisions for implementing the exchange, reclassification or cancellation of issued shares – attach a separate sheet with the statement.

5. Check one box concerning approval of the amendment and follow Instructions (review the
- Instructions C014
- for information about voting groups):

- ☐ Approved by incorporators or board of directors without shareholder action, and shareholder approval was not required or no shares have been issued– go to number 6.
- ☒ Approved by shareholders but not voting groups – complete numbers 5.1 and 5.2.
- ☐ Approved by shareholders *and* voting groups – complete numbers 5.1, 5.2, and 5.3.
- ☐ Approved by voting group(s) only – complete numbers 5.1 and 5.3.

- 5.1
- Shares**
- list below each class and/or series of shares and the total number of outstanding shares for each class or series (example: common stock, 100 shares). If more space is needed, check this box
- ☐
- and complete and attach the
- Shares Issued Attachment
- form C097.

Class: Common	Series:	Total: 1,000
Class:	Series:	Total:
Class:	Series:	Total:
Class:	Series:	Total:
Class:	Series:	Total:

5.2 Shareholder approval (all blanks must be filled in):

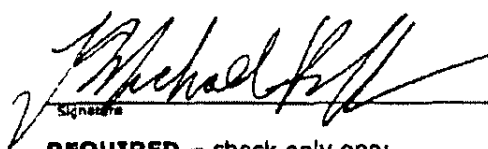
Total votes entitled to be cast	Votes in favor that were sufficient for approval of amendments	Votes against amendments
1,000	1,000	0

5.3 Voting Groups - complete each blank below *for each voting group*. Review the Instructions C0141 for information about voting groups. If more space is needed, check this box ☐ and complete and attach the Voting Attachment form C089.

Voting Group (class / series)	Total votes in voting group	Indisputable votes at meeting	Votes in favor that were sufficient for approval of amendments	Votes against amendments

6. A copy of the corporation's amendment must be attached to these Articles.

SIGNATURE: By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.



☒ I ACCEPT

J. Michael Pfeffer

03/31/2017

REQUIRED - check only one:

<input type="checkbox"/> I am the Chairman of the Board of Directors of the corporation filing this document.	<input checked="" type="checkbox"/> I am a duly-authorized Officer of the corporation filing this document.	<input type="checkbox"/> I am a duly authorized bankruptcy trustee, receiver, or other court-appointed fiduciary for the corporation filing this document.
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Filing Fee: \$25.00 (regular processing)
Expedited processing - add \$35.00 to filing fee.
All fees are nonrefundable - see Instructions.

Mall: Arizona Corporation Commission - Corporate Filings Section
1300 W. Washington St., Phoenix, Arizona 85007
Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are public record and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

**Attachment to
Articles of Amendment
of
MidasPlus, Inc.**

Article I: The name of the corporation is Conduent Care Management, Inc.