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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA0000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

FOREIGN PROFIT/NONPROFIT CORPORATION

WM Healthcare Solutions, Inc.

Certificate of Status	0
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FILED
2009 MAY 15 PM 4:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
DEPARTMENT OF STATE
09 MAY 15 AM 11:23

**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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1. WM Healthcare Solutions, 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. Delaware 3. 20-3483524
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 09/16/2005 5. Perpetual
(Date of incorporation) (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. 1001 Fannin, Suite 4000 Houston, TX 77002
(Principal office address)

1001 Fannin, Suite 4000 Houston, TX 77002
(Current mailing address)

8. To engage in any lawful act for which corporations may be organized.
(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (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.

By: C T Corporation System E.A. Wallace
(Registered agent's signature) Assistant Secretary
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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Linda J. Smith

Address: 1001 Fannin, Suite 4000

Houston, TX 77002

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. Linda J. Smith
(Signature of Director or Officer listed in number 12 of the application)

14. Linda J. Smith, Vice President and Secretary
(Typed or printed name and capacity of person signing application)

WM HEALTHCARE SOLUTIONS, INC.

Name	Title
Ronald Pierce /	President
Randy Jennings /	Vice President
Mark Iske /	Vice President
Michael D. Archer /	Vice President
Bill Bingham /	Vice President
Linda J. Smith /	Vice President and Secretary
Edward R. Schauble	Vice President
Greg A. Robertson	Vice President, Chief Financial Officer and Controller
John Tsai	Vice President & Assistant General Counsel
Cherie C. Rice	Vice President and Treasurer
Don P. Carpenter	Vice President & Assistant Treasurer
Mark A. Lockett	Assistant Treasurer
Amarda K. Maki	Assistant Secretary
David LaPaul	Assistant Treasurer

Address for all officers is 1001 Fannin, Suite 4000, Houston, TX 77002.

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WM HEALTHCARE SOLUTIONS, 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 SIXTEENTH DAY OF APRIL, A.D. 2009.

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

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

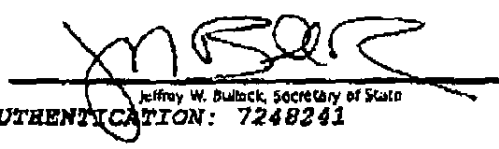
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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7248241

DATE: 04-16-09