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COR AMND/RESTATE/CORRECT OR O/D RESIGN
ARKANSAS BLUE CROSS AND BLUE SHIELD, A MUTUAL INSURA

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Arkansas Blue Cross and Blue Shield, A Mutual Insurance Company
Name of Corporation

DOCUMENT NUMBER: FD9000005088

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Rita Thatcher, Regulatory Administrator
Name of Contact Person

USABLE Mutual Insurance Company
Firm/Company

320 West Capitol Avenue Ste 211
Address

Little Rock, AR 72201
City/State and Zip Code

rjthatcher@arkbluecross.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rita Thatcher, Regulatory Administrator at (501) 378-7106
Name of Contact Person 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

SECTION I
(1-3 MUST BE COMPLETED)

(Document number of corporation (if known))

STATE OF ARKANSAS
State Insurance Department
CERTIFICATE

**I, the undersigned Insurance Commissioner of Arkansas,
do hereby certify that the foregoing documents hereto attached
contain a true and complete copy of the**

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION

OF

ARKANSAS BLUE CROSS AND BLUE SHIELD,

A MUTUAL INSURANCE COMPANY

n/k/a USABLE MUTUAL INSURANCE COMPANY

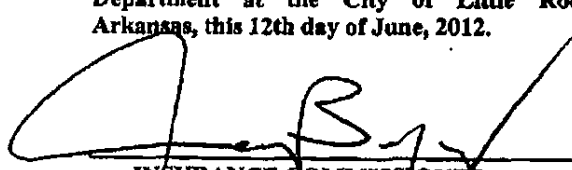
DATED MARCH 15, 2010

And that a photocopy is now among the files in my office.



Legal/tas

**In Witness Whereof, I have hereunto set my
hand and affixed the official seal of this
Department at the City of Little Rock,
Arkansas, this 12th day of June, 2012.**


INSURANCE COMMISSIONER

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ARKANSAS BLUE CROSS AND BLUE SHIELD,
A MUTUAL INSURANCE COMPANY

APPROVED

MAR 23 2010

LEGAL
ARKANSAS INSURANCE DEPT

Pursuant to the provisions of the Arkansas Insurance Code (A.C.A. §23-69-107), Arkansas Blue Cross and Blue Shield, a Mutual Insurance Company ("the Company") amended Article I of its Articles of Incorporation to read as follows:

"The name of this Corporation shall be USABLE Mutual Insurance Company"

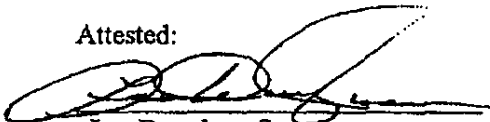
The above amendment was adopted by the members of the Company at the annual meeting of the members held on March 15, 2010, pursuant to notice and in the manner prescribed by the Arkansas Insurance Code.

IN WITNESS WHEREOF, We the undersigned President and Secretary of the Company hereby affix our hands and seals on behalf of the Company this 15th day of March, 2010.

Arkansas Blue Cross and Blue Shield,
A Mutual Insurance Company

By: P. Mark White
P. Mark White
President & Chief Executive Officer


Attested:


Lee Douglass, Secretary

VERIFICATION

State of Arkansas
County of Pulaski

I, Lee Douglass, having been duly sworn, do hereby state on oath that the above and foregoing Articles of Amendment of Arkansas Blue Cross and Blue shield, A Mutual Insurance Company, are true and correct to the best of my knowledge and belief, this 15th day of March, 2010.


Lee Douglass

SUBSCRIBED AND SWORN to before me, a Notary Public, this 15th day of March, 2010.


Notary Public

My Commission Expires:

July 5, 2010