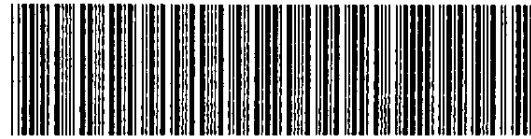


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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Rs 3/9/11

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Priority Health Insurance Company
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," or "Certificate of Good Standing" 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. Christy Somerville

Name of Person

Priority Health

Firm/Company

1231 E Beltline NE, MS# 1340

Address

Grand Rapids, MI 49525-7024

City/State and Zip code

Christy.Somerville@priorityhealth.com

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

For further information concerning this matter, please call:

Jeremy Brieve

Name of Person

at (616) 464-8863

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

N/A

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

2. Michigan 3. 20-1529553
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 20, 2004 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A

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

7. 1231 E Beltline NE, Grand Rapids, MI 49525
(Principal office address)

1231 E Beltline NE, Grand Rapids, MI 49525
(Current mailing address)

8. Please see Attachment A
(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: Karen Asher-Cohen, Attorney

Radey Thomas Yon & Clark, P.A.

Office Address: 301 South Bronough Street, Suite 200

Tallahassee, Florida 32301
(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.



(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: Kimberly K. Horn

Address: 1231 E Beltline NE
Grand Rapids, MI 49525

Vice Chairman: Gregory Hawkins

Address: 1231 E Beltline NE
Grand Rapids, MI 49525

Director: Michael Koziara

Address: 1231 E Beltline NE
Grand Rapids, MI 49525

Director: N/A

Address: _____

B. OFFICERS

President: Kimberly K. Horn

Address: 1231 E Beltline NE
Grand Rapids, MI 49525

Vice President: Joan Budden (Chief Marketing Officer)

Address: 1231 E Beltline NE
Grand Rapids, MI 49525

Secretary: Kimberly Thomas

Address: 1231 E Beltline NE, Grand Rapids, MI 49525

Treasurer: Gregory Hawkins

Address: 1231 E Beltline NE, Grand Rapids, MI 49525

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

13. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Kimberly Thomas, Vice President & General Counsel

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

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CLERK OF COURT
STATE OF MICHIGAN
GRAND RAPIDS



1231 East Beltline, NE
Grand Rapids, MI 49525
616 942-0954
800 942-0954

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

ATTACHMENT A:

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

Priority Health Insurance Company (PHIC) is licensed in Michigan to issue single-employer group health insurance policies to Michigan employers and wants to properly extend such coverage to Florida residents who are eligible employees of Michigan employers insured by PHIC. Consequently, PHIC intends to submit an informational "Life and Health" insurance filing to the Florida Office of Insurance Regulation (OIR) via the I-File system. A "Florida Company Code" (given to companies authorized to transact business in Florida) is required when using the I-File system. Therefore, PHIC seeks a certificate of authority to transact business in the state of Florida. PHIC does not intend to write or solicit insurance business in the state of Florida.

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CERTIFICATE OF AUTHORITY - DUPLICATE

Office of Financial and Insurance Regulation

Effective Date: November 5, 2004

THIS IS TO CERTIFY, that

PRIORITY HEALTH INSURANCE COMPANY
(Michigan stock insurer)
NAIC No. 12208

is authorized in Michigan to transact the business of insurance, as defined in

Chapter 06 - Section 602 - Life & Annuities

Chapter 06 - Section 606 - Disability

of P.A. 218 of 1956 as amended, The Michigan Insurance Code, so long as the insurer continues to conform to the authority granted by this certificate, its corporate articles, the requirements of P.A. 218 of 1956 and all amendments to it and any limitations, conditions or other matters which have been agreed to from time to time between the insurer and the Commissioner.

This Certificate of Authority is granted subject to the laws of the state of Michigan and, as set forth in Sections 405 and 405a of the Michigan Insurance Code (MCL 500.405 and 500.405a), shall be:

AUTOMATICALLY REVOKED 90 DAYS AFTER A CHANGE OF CONTROL WHICH HAS NOT RECEIVED PRIOR APPROVAL OR 90 DAYS AFTER THE INSURER OR AN AFFILIATED INSURER IS MADE SUBJECT TO FORMAL DELINQUENCY PROCEEDINGS UNLESS THE INSURER REQUALIFIES FOR A CERTIFICATE OF AUTHORITY UNDER THE PROVISIONS OF THE MICHIGAN INSURANCE CODE.



CERTIFIED COPY

February 08, 2011

Marilyn Rzepka

Office of Financial & Insurance Regulation

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11 MAR - 1 PM 1:42
OFFICE OF FINANCIAL & INSURANCE REGULATION
LANSING, MICHIGAN