

F97000002473



820 Parish Street • Pittsburgh, PA 15220 • (412) 922-2803 • FAX (412) 922-3071

FILED
99 MAY 18 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 23, 1999

Florida Department of State
Division of Corporations
P.O. Box 1500
Tallahassee, FL 32302-1500

800002860528--7
-05/03/99--01107--021
*****35.00 *****35.00

RE: **EMPLOYEE BENEFIT CLAIMS, INC.**
REF. NUMBER: **F97000002473**
FEIN: **25-1319965**

800002860528--7
-05/18/99--01072--006
*****8.75 *****8.75

TO WHOM IT MAY CONCERN:

Enclosed is our corporation's check # 19758 in the amount of \$35.00 which represents the amendment filing fee to change the name of our subsidiary Employee Benefit Claims, Inc. to the new name **Millennium Care Administrators, Inc.** Also enclosed is a copy of the 1999 Profit Corporation Annual Report, the Application by Foreign Profit Corporation To File Amendment To Application For Authorization To Transact Business In Florida and a copy of the Articles of Amendment to Articles of Incorporation of Employee Benefit Claims, Inc.

If you have any questions concerning this correspondence, please contact our office at your convenience.

Sincerely,

Lois M. Kinest
Secretary to Ned Schroeder

RECEIVED
APR 29 PM 4:11
DIVISION OF CORPORATIONS

NS/lmk

Enclosures

C:\OFFICE\WPWIN\WPD\DCS\1010-001.EBC\Annual Report-Florida.wpd

MAY 4 8 1999



ACCOUNT NO. : 072100000032
REFERENCE : 244348 4364294
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : May 18, 1999
ORDER TIME : 11:28 AM
ORDER NO. : 244348-005
CUSTOMER NO: 4364294
CUSTOMER: Ned Schroeder, Legal Asst
Managed Care Of America, Inc.
820 Parish Street
Pittsburgh, PA 15220

FOREIGN FILINGS

NAME: EMPLOYEE BENEFIT CLAIMS, INC.

XXX PROFIT XXX CORPORATE
NON-PROFIT LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXX PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

RECEIVED
99 MAY 18 PM 1:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TELLAHUSSEE, MISSISSIPPI



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 3, 1999

LOIS M. KINEST
MANAGED CARE OF AMERICA, INC.
820 PARISH STREET
PITTSBURGH, PA 15220

SUBJECT: EMPLOYEE BENEFIT CLAIMS, INC.
Ref. Number: F97000002473

We have received your document for EMPLOYEE BENEFIT CLAIMS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 999A00023698

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA.

(Pursuant to s. 607.1504, F.S.)

FILED 99 MAY 18 PM 3:01 SECRETARY OF STATE TALAHASSEE, FLORIDA

SECTION I (1-3 MUST BE COMPLETED)

- 1. Employee Benefit Claims, Inc. Name of corporation as it appears on the records of the Department of State.
2. Pennsylvania Incorporated under laws of
3. May 8, 1997 Date authorized to do business in Florida

SECTION II (4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

- 4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 1, 1998
5. Millennium Care Administrators, Inc. Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Signature: Charles E. Davidson, Date: April 22, 1999, Title: VICE PRESIDENT

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MAY 05, 1999

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY, That from an examination of the indices and records of this department, it appears that Articles of Amendment were filed pursuant to the laws of the Commonwealth of Pennsylvania on July 1, 1998 for EMPLOYEE BENEFIT CLAIMS, INC., a Pennsylvania corporation, incorporated May 9, 1977, whereby the corporate name was changed to MILLENNIUM CARE ADMINISTRATORS, INC.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Kim Dingerjull

Secretary of the Commonwealth

DPOS

9851-101

Filed in the Department of State on JUL 01 1998

[Signature]
Secretary of the Commonwealth

JK

651104

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EMPLOYEE BENEFIT CLAIMS, INC.

In compliance with the requirements of 15 Pa. C.S. Chapter 19, Subchapter B (relating to Articles of Amendment), the undersigned business corporation, desiring to Amend its Articles of Incorporation, hereby states that:

1. The name of this Corporation is: Employee Benefit Claims, Inc.
2. The location and address of its registered office in this Commonwealth is 820 Parish Street, Pittsburgh, Pennsylvania 15220.
3. The Corporation is incorporated under the Pennsylvania Business Corporation Law of 1988 (15 Pa. C.S. §1101 et seq.), as the same may be amended.
4. The date of its incorporation is May 9, 1977.
4. Pursuant to a unanimous written action dated June 1, 1998, the Board of Directors of the Corporation adopted the following amendment to the Articles of Incorporation:

"1. The name of the corporation is Millennium Care Administrators, Inc."

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to be executed by a duly authorized officer this 26th day of June, 1998.

EMPLOYEE BENEFIT CLAIMS, INC., a
Pennsylvania corporation

By: *[Signature]*
Charles E. Davidson, Vice President

C:\OFFICE\W7\IN\WPOCCS\1010-01\ES\AMEND ARTICLES OF INC.ppt

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PA Dept. of State