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C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

900002520619--5
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*****70.00 *****70.00

9/5/12

Independence Healthcare Management, Inc

98 MAY 12 PM 12:59

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Thanks, Melanie

**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. Independence Healthcare Management, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Pennsylvania 3. 23-2671650
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/20/91 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Business not yet transacted
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1901 Market Street
Philadelphia, PA 19103
(Current mailing address)

8. Any lawful purpose for which corporations may be incorporated.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: CT Corporation System
c/o CT Corporation System
Office Address: 1200 S. Pine Island Road
Plantation, Florida, 33324
(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.

 DOMENIC A. BORRIELLO
(Registered agent's signature) Assistant Vice President

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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: G. Fred DiBona, Jr.

Address: 1901 Market Street
Philadelphia, PA 19103

Vice Chairman: none

Address: n/a

Director: John A. Daddis

Address: 1901 Market Street
Philadelphia, PA 19103

Director: John G. Foos

Address: 1901 Market Street
Philadelphia, PA 19103 (See attached listing of Additional Director)

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B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: G. Fred DiBona, Jr. (President and Chief Executive Officer)

Address: 1901 Market Street
Philadelphia, PA 19103

Vice President: John A. Daddis (Senior Vice President, Managed Care)

Address: 1901 Market Street
Philadelphia, PA 19103

Secretary: Patricia R. Hatler (General Counsel and Corporate Secretary)

Address: 1901 Market Street
Philadelphia, PA 19103

Treasurer: John G. Foos (Chief Financial Officer and Treasurer)

Address: 1901 Market Street
Philadelphia, PA 19103 (See attached listing of Additional Officers)

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

13. Patricia R. Hatler
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. General Counsel + Corporate Secretary
(Typed or printed name and capacity of person signing application)

Patricia R. Hatler

INDEPENDENCE HEALTHCARE MANAGEMENT, INC.
Florida Department of State
Application by Foreign Corporation for Authorization to Transact Business in Florida

LISTING OF ADDITIONAL DIRECTOR

NAME	ADDRESS	OFFICIAL TITLE
Richard J. Neeson	1901 Market Street Philadelphia, PA 19103	Director

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INDEPENDENCE HEALTHCARE MANAGEMENT, INC.
Florida Department of State
Application by Foreign Corporation for Authorization to Transact Business in Florida

LISTING OF ADDITIONAL OFFICERS

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICIAL TITLE</u>
Leo M. Carey	1901 Market Street Philadelphia, PA 19103	Vice President of Network Development and Operations
Daniel C. Lyons	1901 Market Street Philadelphia, PA 19103	Vice President of Quality Management
Robert A. McKeown	1901 Market Street Philadelphia, PA 19103	Senior Vice President of Provider Affairs
Gary M. Owens	1901 Market Street Philadelphia, PA 19103	Vice President of Patient Care Management
Sara B. Picard	1901 Market Street Philadelphia, PA 19103	Vice President of Personal Choice
I. Steven Udvarhelyi	1901 Market Street Philadelphia, PA 19103	Senior Vice President and Chief Medical Officer
John C. Zamzow	1901 Market Street Philadelphia, PA 19103	Senior Vice President of Medical Delivery

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

APRIL 28, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

INDEPENDENCE HEALTHCARE MANAGEMENT, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.

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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.

Shirley L. Kane

Secretary of the Commonwealth

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