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CT Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32310 222-1092

City State Zip Phone

CORPORATION(S) NAME

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-03/23/99--01082--002
*****70.00 *****70.00

United Healthcare, Inc.

3/23
99 MAR 23 PM 3:29
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DIVISION OF CORPORATIONS

- ☒ Profit
☐ NonProfit
☐ Amendment
☐ Merger
☒ Foreign
☐ Dissolution/Withdrawal
☐ Limited Liability Company
☐ Limited Partnership
☐ Annual Report
☐ Other
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☐ Name Registration
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☐ Fictitious Name
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as 364687

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. UnitedHealthcare, 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. Delaware

(State or country under the law of which it is incorporated)

3. 41-1922511

(FEI number, if applicable)

4. October 30, 1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 300 Opus Center, 9900 Bren Rd.E, Minnetonka, Minnesota 55343

(Current mailing address)

8. Holding Company

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Michelle R. Justesen

(Registered agent's signature) (Officer)

Michelle R. Justesen, Asst Secy

(Type Name and Title of Officer)

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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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

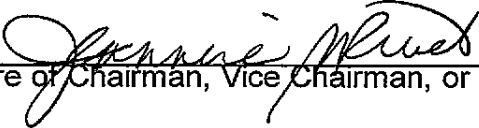
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Jeannine M. Rivet, President
(Typed or printed name and capacity of person signing application)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of
UnitedHealthcare, Inc.**

1. Jeannine M. Rivet
300 Opus Center, 9900 Bren Rd.E
Minnetonka, Minnesota 55343
2. Stephen J. Hemsley
300 Opus Center, 9900 Bren Rd.E
Minnetonka, Minnesota 55343
3. William A. Munsell
300 Opus Center, 9900 Bren Rd.E
Minnetonka, Minnesota 55343
4. Robert J. Sheehy
300 Opus Center, 9900 Bren Rd.E
Minnetonka, Minnesota 55343

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of
UnitedHealthcare, Inc.**

1. Jeannine M. Rivet, President & CEO
300 Opus Center, 9900 Bren Rd.E
Minnetonka, Minnesota 55343
2. Gregory J. Springer, Treasurer
300 Opus Center, 9900 Bren Rd.E
Minnetonka, Minnesota 55343
3. Allan J. Weiss, Assistant Treasurer
5901 Lincoln Drive
Edina, Minnesota 55436-1611
4. John A. Breviu, Secretary
300 Opus Center, 9900 Bren Rd.E
Minnetonka, Minnesota 55343
5. Diane L. Flottemesch, Vice President-Taxes
5901 Lincoln Drive
Edina, Minnesota 55436
6. David J. Lubben, Assistant Secretary
300 Opus Center, 9900 Bren Rd.E
Minnetonka, Minnesota 55343

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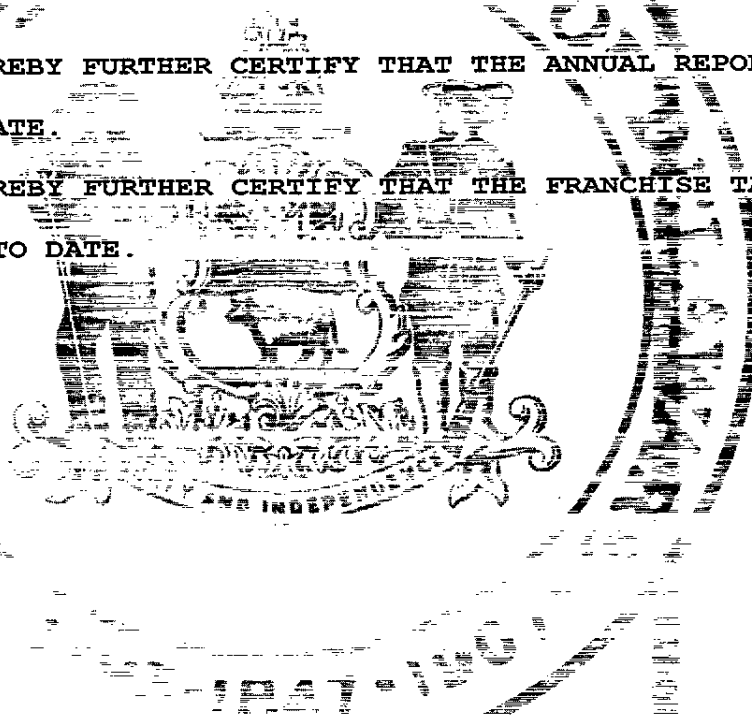
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "UNITEDHEALTHCARE, 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 NINETEENTH DAY OF MARCH, A.D. 1999.

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

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



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9638130

DATE:

03-19-99