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JUN 22 2010

EXAMINER

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION GIRSGS, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: AMERICROUP New York, LLC (Name of Poreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.") (If name unavailable, enter alternate name adopted for the purpose of transacting business in Plorida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The electrate name must include "Limited Liability Company," "LLC." "LLC." New York 20-3317697 (Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, If applicable) October 10, 1995 Perpotual (Duration: Year limited liability company will cease to exist or "perpetual") (Date of Organization) 6, upon qualification (Date first transacted business in Florids, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty ilability) 7. 4425 Corporation Lane, Suite 100, Virginia Beach, VA 23462 (Stroot Address of Principal Office) 8. If limited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows: 10. Attached is an original certificate of each tence, no more than 90 days old, duly authenticated by the official having outstody of respect in the contract of the part of the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the cutificate is in a foreign language 3 translation of the certificate under ceth of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Managed Care Signature of a member or so authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the passition of perjury that the facts stated forein are true.) <u>icho las</u> Typed or printed name of signee.

PLOST - QUOLDOOP C Y Present Celles

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

	Limited Liebility Comp	katra 10'	
AMERICROUP New York, LLC If unavailable, the alternate to be used in the state of Florida is:			
•	ct	*Corporation System	
_		(Name)	
	1200	South Pine Island Road	
	Florida Street Add	P.O. BOX NOT ACCEPTABLE)	
•	Pjunistion	Pf. 33324	
		City/State/Zip	
		•	
liability company at agent and agree to a relating to the prope obligations of my po	the place designated in the solution this capacity. I further and complete performa	to accept service of process for the above stated limited his certificate, I hereby accept the appointment as registered her agree to comply with the provisions of all statutes usee of my duties, and I am familiar with and accept the tas provided for in Chapter 608, Florida Statutes.	
liability company at agent and agree to a relating to the prope obligations of my po	the place designated in the control of the third capacity. I further and complete performation as registered again the Sympol	his certificate, I hereby accept the appointment as registered her agree to comply with the provisions of all statutes unce of my duties, and I am familiar with and accept the tas provided for in Chapter 608, Florida Statutes. Anusha Putty	
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liability company at agent and agree to a relating to the prope obligations of my po C T Conpu	the place designated in the capacity. I further and complete performs often as registered again the capacity of the capacity o	his certificate, I hereby accept the appointment as registered her agree to comply with the provisions of all statutes unce of my duties, and I am familiar with and accept the tas provided for in Chapter 608, Florida Statutes. Anusha Putty Vice President And Ansistant Secretary Filing Fee for Application	

Officers & Managers.

- Peter D. Haytaian, Chairman of the Board 399 Thornall Street, Suite 900 Edison, NJ 08837
- Nicholas J. Pace, Vice President, Assistant Secretary and Director 4425 Corporation Lane Virginia Beach, VA 23462
- Ofella Carle
 68 Tarlee Place
 Staten Island, NY 10308
- Persia Walker
 Hamilton Place, #24
 New York, NY 10031
- Robert A. Wychulls, Chief Executive Officer and Manager 630 W. 31" Street, 5th Floor New York, NY 10001
- John Stephenson, Chief Operating Officer 630 W. 31" Street, 5th Floor New York, NY 10001
- Richard C. Zoretic, Vice President and Assistant Secretary 4425 Corporation Lane Virginia Beach, VA 23462
- Stanley F. Baldwin, Vice President and Secretary 4425 Corporation Lane Virginia Beach, VA 23462
- Scott W. Anglin, Vice President and Treaturer 4425 Corporation Lane Virginia Beach, VA 23462
- Margaret Roomsburg, Vice President 4425 Corporation Lane Virginia Beach, VA 23462
- Karen L. Shields, Vice President and Assistant Tressurer 4425 Corporation Lane Vitglaia Beach, VA 23462

- James W. Truess, Vice President and Assistant Treasures 4425 Corporation Lane Virginia Beach, VA 23462
- Linda K. Whitley-Taylor, Vice President 4425 Corporation Lane Virginia Beach, VA 23462

State of New York Department of State } ss:

I hereby certify, that CAREPLUS, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 10/10/1995, and that the Limited Liability Company is existing so far as shown by the records of the Department.

A Certificate of Amendment CAREPLUS, LLC, changing its name to AMERIGROUP NEW YORK, LLC, was filed 02/26/2007.



of the Department of State at the City of Albany, this 17th day of June two thousand and ten.

Witness my hand and the official seal

Daniel Shapiro

. First Deputy Secretary of State

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