

P010000087158

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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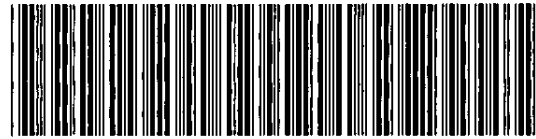
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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700135414567

Name Change &
Amend

EFFECTIVE DATE
9/30/08

RECEIVED
FILED
08 SEP 10 AM 10:42
2008 SEP 10 PM 2:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
TALLAHASSEE, FLORIDA

APR
9/15/08



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 715317 4352697

AUTHORIZATION

COST LIMIT : \$ 35.00

ORDER DATE : September 9, 2008

ORDER TIME : 10:08 AM

ORDER NO. : 715317-005

CUSTOMER NO: 4352697

DOMESTIC AMENDMENT FILING

NAME: METCARE HEALTH PLANS, INC.

EFFECTIVE DATE: 09/30/2008

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley -- EXT# 2930

EXAMINER'S INITIALS: _____

9/30/08

Articles of Amendment
to
Articles of Incorporation
of

Metcare Health Plans, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

FILED
2008 SEP 10 PM 2:21
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

Humana AdvantageCare Plan, Inc.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

Article III - Capital Stock of the Articles of Incorporation is hereby

deleted in its entirety and replaced with the following:

The maximum number of shares of stock that the Corporation is authorized

to issue and have outstanding at any one time shall be forty million

(40,000,000) shares of Common Stock at \$0.001 par value per share.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

The date of each amendment(s) adoption: N/A

Effective date if applicable: September 30, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature

Joan O. Lenahan
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Joan O. Lenahan

(Typed or printed name of person signing)

Vice President and Secretary

(Title of person signing)

FILING FEE: \$35