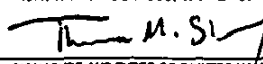


FILED
Aug 15, 2006 8:00 am
Secretary of State

08-15-2006 90005 006 ***150.00

**2006 FOR PROFIT CORPORATION
ANNUAL REPORT**

DOCUMENT # P05382			
1. Entity Name PHOENIX NATIONAL INSURANCE COMPANY			
Principal Place of Business 8050 HASBROOK RD CINCINNATI, OH 45236-2907 US		Mailing Address ONE AMERICAN ROW C/O JOHN H BEERS HARTFORD, CT 06102 US	
2. Principal Place of Business 8101 N. High Street		3. Mailing Address 2277 Fair Oaks Blvd.	
Suite, Apt. #, etc. Suite 210		Suite, Apt. #, etc. Suite 440	
City & State Columbus, OH		City & State Sacramento, CA	
Zip 43235	Country USA	Zip 95825	Country USA
6. Name and Address of Current Registered Agent CHIEF FINANCIAL OFFICER P O BOX 6200 (32314-6200) 200 E. GAINES ST TALLAHASSEE, FL 32399-0000		7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code	
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.			
SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____			
FILE NOW!!! FEE IS \$150.00 Due by September 6, 2006		9. Election Campaign Financing Trust Fund Contribution. ☐ \$5.00 May Be Added to Fees	
		In accordance with s. 607.193(2)(b), F.S., the corporation did not receive the prior notice.	
10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	2VP CUEVO, BENITO J 56 PROSPECT STREET HARTFORD, CT 06115 ☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	P /D Molina, Joseph M. One Golden Shore Drive Long Beach, CA 90802-4202 ☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS WIRTH, RICHARD ONE AMERICAN ROW HARTFORD, CT 061025056 ☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	T/D Molina, John C. One Golden Shore Drive Long Beach, CA 90802-4202 ☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS DECRESCE, JOSEPH C ONE AMERICAN ROW HARTFORD, CT 061025056 ☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	S/D Andrews, Mark L. 2277 Fair Oaks Blvd. #440 Sacramento, CA 95825 ☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DPS BEERS, JOHN H ONE AMERICAN ROW HARTFORD, CT 061025056 ☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	CFO/D White, Joseph One Golden Shore Drive Long Beach, CA 90802-4202 ☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	2VPT CODY, KATHERINE ONE AMERICAN ROW HARTFORD, CT 061025206 ☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS Standring, Thomas 2277 Fair Oaks Blvd. #440 Sacramento, CA 95825 ☒ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AT NOLAN, JAMES J ONE AMERICAN ROW HARTFORD, CT 061025056 ☒ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	D Gordon, Robert W. One Golden Shore Drive Long Beach, CA 90802-4202 ☐ Change ☐ Addition
12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.			
SIGNATURE:  8/10/06		Thomas Standring, Assistant Secretary 916-648-2464	
SIGNATURE AND TYPED OR PRINTED NAME OF EACHING OFFICER OR DIRECTOR		Date Daytime Phone #	



2277 Fair Oaks Boulevard, Suite 440
Sacramento, CA 95825
916•646•9193 916•646•4572 fax

ATTACHMENT

50025-295
#P05382

August 11, 2006

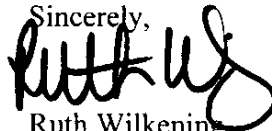
Florida Department of State
Division of Corporations
P.O. Box 1500
Tallahassee, Florida 32302-1500

Re: Annual Report

Dear Sir/Madam:

Enclosed please find the annual report for Molina Healthcare Insurance Company f/k/a Phoenix National Insurance Company ("PNIC"). We did not receive the prior annual report notice because it was sent to PNIC. An application to change the name of the corporation has been filed with the Amendment Section of the Division of Corporations.

Should you have any questions regarding the enclosed, please feel free to contact me at (916) 646-9193, Ext. 114672.

Sincerely,

Ruth Wilkening
Regulatory Analyst

/rw
Enclosure