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Florida Department of State

Division of Corporations Public Access System

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Division of Corporations

Fax Number : (850) 205-0381

From:

Account Name : WELLCARE HEALTH PLANS, INC.

Account Number: 120050000188

Phone : (813) 290-6226

: (813)290-6210 Fax Number

FLORIDA PROFIT/NON PROFIT CORPORATION

Harmony Behavioral Health Insurance, Inc.

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9/8/2006

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ARTICLES OF INCORPORATION

OF

HARMONY BEHAVIORAL HEALTH INSURANCE, INC.

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

ARTICLE ONE: NAME OF CORPORATION.

The name of this corporation is: Harmony Behavioral Health Insurance, Inc.

ARTICLE TWO: PRINCIPAL OFFICE OF CORPORATION.

The principal office address of the corporation is located at 8725 Henderson Road, Ren. 1, Tampa, Florida 33634 and the mailing address of the corporation is 8735 Henderson Road, Ren. 2, Tampa, Florida 33634.

ARTICLE THREE: CAPITAL STOCK.

The number of shares that the corporation is authorized to issue is one thousand (1000), all of which are without par value and are of the same class and are Common shares.

ARTICLE FOUR: REGISTERED OFFICE AND REGISTERED AGENT.

The street address of the initial registered office of the corporation in the State of Florida is 1201 Hays Street, Tallahassee, Florida 32301 and the initial Registered Agent is Corporation Service Company. The Board of Directors may, from time to time, move the location of the registered office to any other address in Florida, and may from time to time, change the Registered Agent of the corporation.

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CORPORATION SERVICE COMPANY

By: Shup a Lible Date: 9.8-06

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ARTICLE FIVE: BOARD OF DIRECTORS.

The Board of Directors of the corporation shall consist of the number of directors specified in or fixed in accordance with the Bylaws. A quorum of the Board of Directors may consist of less than a majority, but shall be no fewer than 1/2 of the prescribed number of Directors as determined under the Bylaws.

ARTICLE SIX: PURPOSE.

To have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

ARTICLE SEVEN: INCORPORATOR.

The name and address of the incorporator is Thaddeus Bereday, 8735 Henderson Road, Ren. 2, Tampa, Florida 33634.

Thaddeus Bereday, Incorporator

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