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Mar 29, 1999 8:00 am
Secretary of State

03-29-1999 90095 023 ***150.00

PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P06453

1. Corporation Name

PCS HEALTH SYSTEMS, INC.



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

06/17/1985

4. FEI Number

86-0217882

Applied For

Not Applicable

5. Certificate of Status Desired ☐

\$8.75 Additional
Fee Required

6. Election Campaign Financing ☐

Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation owes the current year Intangible

Personal Property Tax.

☐ Yes

☒ No

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

24

Country

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

29

Country

30

9501 East Shea Blvd.

Scottsdale, AZ 85260

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD.
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE D ☒ DELETE

NAME GOLDEN, CHARLES E

STREET ADDRESS LILLY CORPORATE CENTER

CITY-ST-ZIP INDIANAPOLIS IN 46285

TITLE T ☐ DELETE

NAME GARRITY, THOMAS J.

STREET ADDRESS 9501 E SHEA BLVD

CITY-ST-ZIP SCOTTSDALE AZ

TITLE PD ☐ DELETE

NAME MILLON, JEAN-PIERRE

STREET ADDRESS 9501 E SHEA BLVD

CITY-ST-ZIP SCOTTSDALE AZ

TITLE S ☐ DELETE

NAME SPENCER, NATALIE

STREET ADDRESS 9501 E SHEA BLVD

CITY-ST-ZIP SCOTTSDALE AZ 85260

TITLE D ☒ DELETE

NAME TAUREL, SIDNEY

STREET ADDRESS LILLY CORPORATE CENTER

CITY-ST-ZIP INDIANAPOLIS IN

TITLE ☐ DELETE

NAME

STREET ADDRESS

CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Director ☐ Change ☒ Addition

1.2 NAME Frank Bergonzi

1.3 STREET ADDRESS 30 Hunter Lane

1.4 CITY-ST-ZIP Camp Hill, PA 17011

2.1 TITLE ☐ Change ☐ Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

3.1 TITLE ☐ Change ☐ Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE ☐ Change ☐ Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE Director ☐ Change ☒ Addition

5.2 NAME Elliot Gerson

5.3 STREET ADDRESS 30 Hunter Lane

5.4 CITY-ST-ZIP Camp Hill, PA 17011

6.1 TITLE ☐ Change ☐ Addition

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual 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 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Natalie Spencer

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/18/99

Date

602-391-4600

Daytime Phone #

271590-90095-23
PO6453

PCS HEALTH SYSTEMS, INC.
a subsidiary of PCS Holding Corporation
9501 East Shea Boulevard
Scottsdale, AZ 85260

Officers

Jean Pierre Millon	President and Chief Executive Officer
Elizabeth Dichter	Executive Vice President
Thomas Garrity	Executive Vice President, Chief Financial Officer and Treasurer
John Voris	Executive Vice President
Mitch Henry	Senior Vice President and Chief Information Officer
Irving Schauer	Senior Vice President
Rich Shinar	Senior Vice President
Ken Zadoorian	Senior Vice President
Marsha Moore	Senior Vice President
Susan de Mars	Vice President and General Counsel
Jeff Sanders	Vice President
Michael Mavrogordato	Vice President and Assistant Treasurer
Peter Connolly	Assistant Treasurer and Controller
Natalie Spencer	Secretary
Jay Johnson	Assistant Secretary

Directors

Frank Bergonzi	30 Hunter Lane - Camp Hill, PA 17011
Elliot Gerson	30 Hunter Lane - Camp Hill, PA 17011
Jean-Pierre Millon	9501 East Shea Blvd. - Scottsdale, AZ 85260