

PO9000001769

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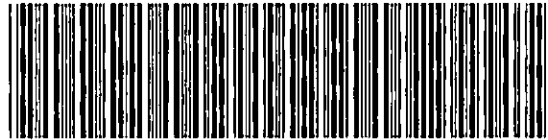
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**COVER LETTER**

**TO: Amendment Section  
Division of Corporations**

**SUBJECT: QHP Financial Group, Inc. and Subsidiary**

**DOCUMENT NUMBER: P09000001769**

The enclosed **Articles of Dissolution** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Richard Clark

(Name of Contact Person)

QHP Financial Group, Inc.

(Firm/Company)

6916 W. Linebaugh Avenue, Suite 101

(Address)

Tampa, FL 33625

(City/State and Zip Code)

For further information concerning this matter, please call:

Richard Clark

(Name of Contact Person)

at (813) 463-0099

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |  |   |   |
|---|--|---|---|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(Additional copy is<br>enclosed) |
|---|--|---|---|

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**PLAN OF LIQUIDATION AND DISSOLUTION**  
**OF**  
**QHP FINANCIAL GROUP, INC. & SUBSIDIARY**

This Plan of Liquidation and Dissolution (the "Plan") is for the purpose of effecting the complete liquidation and dissolution of QHP Financial Group, Inc. (the "Corporation") and its wholly owned subsidiary, Quality Health Plans of New York, Inc. (the "Subsidiary") pursuant to and in accordance with Internal Revenue Code Section 331 and Section 607.1403, Florida Statutes.

1. The Plan is effective on January 1, 2020, the date of formal adoption by the affirmative vote of the shareholders of the Corporation.

2. As soon as it is reasonably possible, the Corporation shall take such actions and perform those activities required for the winding up of its affairs, preserving the value of its assets, and distributing its assets in accordance with this Plan. The liquidation and dissolution is to be effected as promptly as possible and in any event, not later than December 31, 2020.

3. The proportionate interest of the shareholders in the assets of the Corporation shall be determined on the basis of the ownership of the outstanding shares of stock of the Corporation.

4. The Corporation shall transfer and assign all its remaining assets, subject to all liabilities of the Corporation, whether known or unknown to the shareholders by appropriate instruments of transfer. This transfer is to be made as promptly as practicable and in any event not later than December 31, 2020.

5. The directors and officers shall cause to be executed and filed, the Articles of Dissolution in accordance with Section 607.1403, Florida Statutes. In addition to the filing of the final income tax return of the Corporation, the directors and officers shall execute and file Treasury Department Form 966, Corporate Dissolution or Liquidation, and Forms 1096 and 1099-DIV, if required, and all other tax returns, certificates, documents, and information required to be filed by reason of the complete liquidation and dissolution of the Corporation.

6. The officers and directors of the Corporation shall execute and consummate the Plan, and shall have power to adopt all resolutions, execute all documents, and file all papers, and take all necessary action they deem necessary or desirable for the complete liquidation and dissolution of the Corporation.

## ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation as currently filed with the Florida Department of State:

QHP Financial Group, Inc. & Subsidiary

SECOND: The document number of the corporation (if known): P09000001769

THIRD: The date dissolution was authorized: January 2020

Effective date of dissolution if applicable: December 31, 2020

(no more than 90 days after dissolution file date)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

FOURTH: Dissolution was approved by the shareholders, in the manner required by this chapter and the articles of incorporation.

Signature: \_\_\_\_\_

(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)

HAIDER A - KHAN, MD

(Typed or printed name of person signing)

President

(Title of person signing)

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