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R. WHITE

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: The WellPoint Companies, Inc.
Name of Corporation

DOCUMENT NUMBER: P36794

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Deborah S. Wells

Deborah S. Wells
Name of Contact Person

The WellPoint Companies, Inc.

The WellPoint Companies, Inc.
Firm/Company

120 Monument Circle

120 Monument Circle
Address

Indianapolis, IN 46204

Indianapolis, IN 46204
City/State and Zip Code

deborah.wells@wellpoint.com

deborah.wells@wellpoint.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Deborah S. Wells

at (317) 488-6490

Deborah S. Wells
Name of Contact Person

317 488-6490
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**INDIANA SECRETARY OF STATE
BUSINESS SERVICES DIVISION
CORPORATIONS CERTIFIED COPIES**

INDIANA SECRETARY OF STATE
BUSINESS SERVICES DIVISION
302 West Washington Street, Room E018
Indianapolis, IN 46204

<http://www.sos.in.gov>

November 07, 2014

Company Requested: THE ANTHEM COMPANIES, INC.
Control Number: 1991060952

Date	Transaction	# Pages
11/05/2014	Articles of Amendment	3



State of Indiana
Office of the Secretary of State

I hereby certify that this is a true and complete copy of this 3 page document filed in this office.

Dated: November 07, 2014
Certification Number: 2014110778406

Connie Lawson

Connie Lawson
Secretary of State

The Indiana Secretary of State filing office certifies that this copy is on file in this office.

Indiana Secretary of State
Packet: 1991060952
Filing Date: 11/05/2014
Effective Date: 11/05/2014

Code 507178

WPU

APPROVED
AND
FILED
Cornia Jenson
IND. SECRETARY OF STATE

ARTICLES OF AMENDMENT
OF THE ARTICLES OF INCORPORATION
OF
THE WELLPOINT COMPANIES, INC.

RECEIVED

2014 NOV -5 AM 11: 22

The undersigned officers of The WellPoint Companies, Inc., (hereinafter referred to as "the Corporation"), existing pursuant to the provision of the Indiana Business Corporation Law, as amended (hereinafter referred to as "the Law"), desiring to give notice of corporate action amending certain provisions of its Articles of Incorporation, certify the following facts:

ARTICLE ONE

The exact text of Article One of the Articles of Incorporation of the Corporation, as amended (hereinafter referred to as "the Amendment"), is as follows:

ARTICLE ONE

The name of the corporation is The Anthem Companies, Inc.

ARTICLE TWO

MANNER OF ADOPTION AND VOTE

Section 1. Action by Directors

The Board of Directors of the Corporation, by written consent dated October 8, 2014, approved a resolution adopting and proposing to the Shareholder of the Corporation entitled to vote in respect to the Amendment, that the provision and terms of its Articles of Incorporation be amended so as to read as set forth in this Amendment.

Section 2. Action by Shareholder

By written consent dated October 8, 2014, signed by the holder of all the shares of the Corporation entitled to vote in respect to the Amendment, the Shareholder approved the Amendment.

Section 3. Compliance with Legal Requirements

The manner of the adoption of the Amendment, and the vote by which it was adopted, constitute full legal compliance with the provision of the Law, the amended Articles of Incorporation of the Corporation, and the By-Laws of the Corporation.

The Indiana Secretary of State filing office certifies that this copy is on file in this office.

Indiana Secretary of State
Packet: 1991060952
Filing Date: 11/05/2014
Effective Date: 11/05/2014

**ARTICLES OF AMENDMENT
OF THE ARTICLES OF INCORPORATION
OF
THE WELLPOINT COMPANIES, INC.**

ARTICLE THREE

EFFECTIVE DATE OF AMENDMENT

The Amendment shall become effective upon filing with the Indiana Secretary of State.

IN WITNESS WHEREOF, the undersigned officer executes these Articles of Amendment of the Articles of Incorporation of the Corporation, and certifies to the truth of the facts herein stated, this 5th day of November, 2014.



Kathleen S. Kiefer
Secretary

The Indiana Secretary of State filing office certifies that this copy is on file in this office.

Indiana Secretary of State
Packet: 1991060952
Filing Date: 11/05/2014
Effective Date: 11/05/2014

State of Indiana
Office of the Secretary of State

CERTIFICATE OF AMENDMENT
of
THE WELLPOINT COMPANIES, INC.

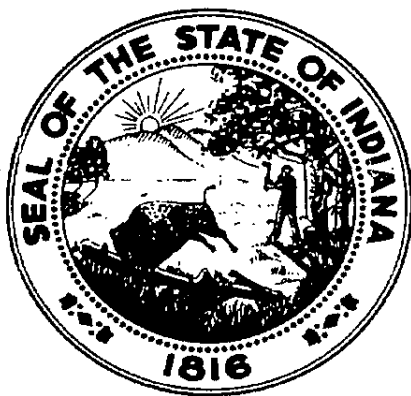
I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Amendment of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The name following said transaction will be:

THE ANTHEM COMPANIES, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, November 05, 2014.

In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, November 5, 2014.



Connie Lawson

CONNIE LAWSON,
SECRETARY OF STATE

1991060952 / 2014110677818