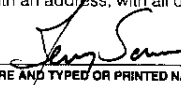


# 2004 FOR PROFIT CORPORATION ANNUAL REPORT

**FILED**  
**Apr 20, 2004 8:00 am**  
**Secretary of State**

04-20-2004 90025 020 \*\*\*150.00

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                        |                                                                                     |                                                                                      |                                                                                                                   |                                                                                  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|-------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|
| <b>DOCUMENT # P95000040318</b><br>1. Entity Name<br><b>HEALTH FIRST HEALTH PLANS, INC.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                        |                                                                                     |                                                                                      |                                  |                                                                                  |
| Principal Place of Business<br><b>6450 US HWY #1</b><br><b>ROCKLEDGE, FL 32955 US</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                        |                                                                                     | Mailing Address<br><b>6450 US HWY #1</b><br><b>ROCKLEDGE, FL 32955 US</b>            |                                                                                                                   |                                                                                  |
| 2. Principal Place of Business<br>Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                        |                                                                                     | 3. Mailing Address<br>Suite, Apt. #, etc.                                            |                                                                                                                   |                                                                                  |
| City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                        |                                                                                     | City & State                                                                         |                                                                                                                   |                                                                                  |
| Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                        | Country                                                                             |                                                                                      | Zip                                                                                                               |                                                                                  |
| Country                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                        | Country                                                                             |                                                                                      | 4. FEI Number<br><b>59-3315064</b>                                                                                |                                                                                  |
| 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                        |                                                                                     |                                                                                      | Applied For<br>Not Applicable                                                                                     |                                                                                  |
| 6. Name and Address of Current Registered Agent<br><b>MATHIAS, DAVID E.</b><br><b>6450 US HWY, #1</b><br><b>ROCKLEDGE, FL 32955</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                        |                                                                                     |                                                                                      | 7. Name and Address of New Registered Agent<br>Name<br>Street Address (P.O. Box Number is Not Acceptable)<br>City |                                                                                  |
| 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.                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                        |                                                                                     |                                                                                      | <b>FL</b> Zip Code                                                                                                |                                                                                  |
| SIGNATURE _____<br><small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE</small>                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                                        |                                                                                     |                                                                                      |                                                                                                                   |                                                                                  |
| <b>FILE NOW!!! FEE IS \$150.00</b><br><b>After May 1, 2004 Fee will be \$550.00</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                        | 9. Election Campaign Financing<br>Trust Fund Contribution. <input type="checkbox"/> |                                                                                      | <b>\$5.00 May Be</b><br><b>Added to Fees</b>                                                                      |                                                                                  |
| <b>10. OFFICERS AND DIRECTORS</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                                        |                                                                                     | <b>11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11</b>                         |                                                                                                                   |                                                                                  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | PSD<br>SENNE, JERRY<br>6450 US HWY, #1<br>ROCKLEDGE, FL 32955          | <input type="checkbox"/> Delete                                                     |                                                                                      | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                    | <input type="checkbox"/> Change <input type="checkbox"/> Addition                |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | D<br>BRENNAN, WILLIAM T<br>6450 US HWY, #1<br>ROCKLEDGE, FL 32955      | <input type="checkbox"/> Delete                                                     |                                                                                      | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                    | <input type="checkbox"/> Change <input type="checkbox"/> Addition                |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | TD<br>GALLOWAY, ROBERT C<br>6450 US HWY, #1<br>ROCKLEDGE, FL 32955     | <input type="checkbox"/> Delete                                                     |                                                                                      | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                    | <input type="checkbox"/> Change <input type="checkbox"/> Addition                |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | CD<br>PELLEGRINO, NICHOLAS E<br>6450 US HWY, #1<br>ROCKLEDGE, FL 32955 | <input type="checkbox"/> Delete                                                     |                                                                                      | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                    | D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition   |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | VCD<br>STALNAKER, JEFFREY C<br>6450 US HWY, #1<br>ROCKLEDGE, FL 32955  | <input type="checkbox"/> Delete                                                     |                                                                                      | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                    | CD <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | D<br>GARRISON, LARRY F<br>6450 US HWY, #1<br>ROCKLEDGE, FL 32955       | <input type="checkbox"/> Delete                                                     |                                                                                      | TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                                                                    | VCD <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| 12. 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 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. |                                                                        |                                                                                     |                                                                                      |                                                                                                                   |                                                                                  |
| <b>SIGNATURE: ✓</b><br><br><small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                        |                                                                                     | <b>Jerry Senne, Pres.</b><br>Date <b>4/15/04</b> Daytime Phone # <b>321/434-4355</b> |                                                                                                                   |                                                                                  |

*Attachment*  
*24049281*

## HEALTH FIRST HEALTH PLANS, INC. 2004 UNIFORM BUSINESS REPORT

| 10. Officers and Directors [continued]             |                                                                                                                                 | 11. Additions/Changes to Officers and Directors [continued] |                         |
|----------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-------------------------|
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>D</b> <span style="float: right;">[ ] Delete</span><br><b>BANEY, RICHARD JR.</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955  | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>D</b> <span style="float: right;">[ ] Delete</span><br><b>KETCHAM, RODNEY S.</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955  | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>D</b> <span style="float: right;">[ ] Delete</span><br><b>LEVINE, RICHARD</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955     | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>D</b> <span style="float: right;">[ ] Delete</span><br><b>MAGUIRE, MICHAEL F.</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955 | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>D</b> <span style="float: right;">[ ] Delete</span><br><b>MEANS, MICHAEL D.</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955   | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>D</b> <span style="float: right;">[ ] Delete</span><br><b>THEODOTOU, BASIL C.</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955 | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>AS</b> <span style="float: right;">[ ] Delete</span><br><b>MATHIAS, DAVID E.</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955  | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>V</b> <span style="float: right;">[ ] Delete</span><br><b>HANEY, MARGARET</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955     | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>V</b> <span style="float: right;">[ ] Delete</span><br><b>WEISS, PETER J.</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955     | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>V</b> <span style="float: right;">[ ] Delete</span><br><b>COLLINS, JOSEPH L.</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955  | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>V</b> <span style="float: right;">[x] Delete</span><br><b>PETERSON, BECKY</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955     | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>V</b> <span style="float: right;">[ ] Delete</span><br><b>CONNOLLY, MICHAEL</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955   | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |
| Title<br>Name<br>Street Address<br>City – ST – Zip | <b>V</b> <span style="float: right;">[ ] Delete</span><br><b>KENNARD, BETTY</b><br>6450 U.S. HWY #1<br>ROCKLEDGE, FL 32955      | Title<br>Name<br>Street Address<br>City – ST – Zip          | [ ] Change [ ] Addition |