

TRANSMITTAL LETTER

F98000000269

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

200002401622-0
01/15/98-01061-007
****131.25 ****131.25

SUBJECT: QCC Insurance Company
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jennifer G. Greenley
(Name of Person)
QCC Insurance Company
(Firm/Company)
1901 Market Street
(Address)
Philadelphia, PA 19103
(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

Jennifer G. Greenley at (215) 241 - 3512
(Name of Person) Area Code & Daytime Telephone Number

*Marilyn gave auth
to change RA to
Ins. Commissioner*

- pursuant to 624.422, F.S. ~~302~~
HC 1/15

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. QCC Insurance Company
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION", or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Pennsylvania
(State or country under the law of which it is incorporated)

3. 23-2184623
(FEI number, if applicable)

4. May 13, 1981
(Date of incorporation)

5. Indefinite
(Duration: Year corp. will cease to exist or "perpetual")

6. Application Pending
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1901 Market Street
Philadelphia, PA 19103
(Current mailing address)

8. To provide Life, Annuities; Accident & Health insurance
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Insurance Commissioner
Office Address: Capitol Bldg.
Tallahassee, Florida, 32399-0300
(Zip Code)

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10. Registered agent acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS (*See attached)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (*See attached)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Patricia B. Hatler
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Patricia R. Hatler, Esq., General Counsel and Corporate Secretary
(Typed or printed name and capacity of person signing application)

**FLORIDA DEPARTMENT OF INSURANCE
MANAGEMENT INFORMATION FORM**

COMPANY NAME: QCC INSURANCE COMPANY

NAMES:

TITLES: (OFFICERS)

G. Fred DiBona, Jr., Esq.	Chairman, President and Chief Executive Officer
Martin A. Brennan	Senior Vice President and Chief Information Officer
Christopher D. Butler	Chief Marketing Officer
John A. Daddis	Senior Vice President, Managed Care Products
Richard A. Doran	Vice President, Corporate Communications
John Douglas	Vice President, Actuarial Services
Karen W. Eskridge	Vice President, Claims Services
Kathryn M. Farley	Vice President, Enrollment
Robert J. Fascia	Senior Vice President, Operations and Assistant to the President
John G. Foos	Chief Financial Officer and Treasurer
Joseph A. Frick	Senior Vice President, Human Resources and Administration
Michael A. Green	Senior Vice President, Processing Services
Patricia R. Hatler, Esq.	General Counsel and Corporate Secretary
Lorina L. Marshall	Vice President, Government Relations
Robert K. Mayfield, Jr.	Vice President, Marketing
Robert A. McKeown	Senior Vice President, Medicare Operations and Provider Services
Mary Ellen McMillen	Vice President, Legislative Policy
Jay E. Moorhead	Vice President and General Manager - Delaware
Edward H. Morris, Jr.	Vice President, Internal Audit
Richard J. Neeson	Senior Vice President
Joseph F. Nolan	Vice President, Controller
Rosemary A. Park	Senior Vice President, Underwriting and Rating
Daniel J. Pedriani	Senior Vice President, Corporate Development
Vincent J. Picciolo	Vice President, Customer Service
Robert M. Poore	Vice President, Marketing
Jeffrey D. Powell	Vice President, Marketing - Delaware
Robert E. Sekkes	Vice President, Marketing
I. Steven Udvarhelyi, M.D.	Senior Vice President and Chief Medical Officer
John C. Zamzow	Senior Vice President, Medical Delivery

NAMES:

TITLES: (DIRECTORS)

G. Fred DiBona, Jr., Esq.	Chairman, President and Chief Executive Officer
John A. Daddis	Senior Vice President, Managed Care Products
Robert J. Fascia	Senior Vice President, Operations and Assistant to the President
* John G. Foos	Chief Financial Officer and Treasurer
Joseph A. Frick	Senior Vice President, Human Resources and Administration
Patricia R. Hatler, Esq.	General Counsel and Corporate Secretary
Richard J. Neeson	Senior Vice President
* Daniel J. Pedriani	Senior Vice President, Corporate Development

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* Please note that all officers and directors maintain a business address at:

**1901 Market Street
Philadelphia, PA 19103**

Commonwealth of Pennsylvania



INSURANCE DEPARTMENT

I, M. Diane Koken, Acting Insurance Commissioner of the Commonwealth of Pennsylvania, do hereby certify that the

**QCC INSURANCE COMPANY (FORMERLY AMERIHEALTH
INSURANCE COMPANY**

located in Philadelphia, Pennsylvania, is duly organized under the laws of this Commonwealth and is authorized to issue policies and transact the business of life, annuities, and accident and health insurance as mentioned in Section 202, subdivision (a), paragraphs (1) Life and Annuities and (2) Accident and Health of the Act of May 17, 1921, P.L. 682, as amended, as a domestic stock life insurance company.

In Witness Whereof, I have hereunto set my hand, and affixed the Official Seal of this Department at the City of Harrisburg this 22nd day of October, 1997.

M. Diane Koken

Acting Insurance Commissioner

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