

No. <b>C 130054</b>	<b>Due no later than August 31, 2003 Annual Report Form</b>		2. Registered Agent and Office <b>NO PO BOX</b>	
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080	1. Mailing Address (Correct in this box, if applicable)		CORPORATION SERVICE COMPAN 1401 SHORELINE DR STE 2	
<b>NO FILING FEE IF RECEIVED BY DUE DATE</b>	HEALTH VALUE MANAGEMENT, INC.		BOISE, ID 83702	
	PO BOX 740026		3. <u>New</u> Registered Agent Signature	
	LOUISVILLE, KY 04201 7426			
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.				
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>
<u>Zip</u>				
<i>See attached Schedule</i>				
5. Organized Under the Laws of:		6.		
DELAWARE C 130054		Signature <i>George Bauernfeind</i>	Date <i>6/18/03</i>	
		Name (Typed or Printed) <i>George Bauernfeind</i>	Title <i>VP-Tax</i>	

September 17, 2002

**OFFICERS AND DIRECTORS  
OF  
HEALTH VALUE MANAGEMENT, INC.**

*Michael B. McCallister	Chairman	500 West Main Street Louisville, KY 40202
Bruce D. Perkins	President	"
*James H. Bloem	Senior Vice President/Chief Financial Officer & Treasurer	"
Thomas J. Liston	Senior Vice President	"
Jonathan T. Lord, M.D.	Senior Vice President	"
George G. Bauernfeind	Vice President	"
John Bertko	Vice President (Chief Actuary)	"
Benton V. Davis	Vice President	"
Walter E. Neely	Vice President, Associate General Counsel Assistant Secretary	"
Kathleen Pellegrino	Vice President and Assistant Secretary	"
Joan O. Lenahan	Secretary	"
*James E. Murray		

\* Directors