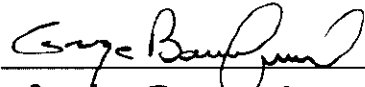


No. <b>C121170</b>	<b>Annual Report Form</b> <i>Due No Later Than November 30, 1999</i>		2. Registered Agent and Office <b>NOT A P.O. BOX</b>						
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FEE REQUIRED</b>	1. Mailing Address - Please Correct, If Not Correct		CORPORATION SERVICE COMF 1401 SHORELINE DR  BOISE ID 83702						
	HUMANA MILITARY HEALTHCARE S  500 W MAIN ST  LOUISVILLE KY 40202		3. Organized Under the Laws of:  DE C121170						
	<b>** FINAL NOTICE **</b>								
4. Corporations: Enter Names and Business Addresses of <b>President, Secretary and Directors</b> Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> <b>Managers</b> or <input type="checkbox"/> <b>Members</b> (check one)									
<table style="width: 100%; border: none;"> <tr> <td style="text-align: center;"><u>Office held</u></td> <td style="text-align: center;"><u>Name</u></td> <td style="text-align: center;"><u>Street or P.O. Address</u></td> <td style="text-align: center;"><u>City</u></td> <td style="text-align: center;"><u>State</u></td> <td style="text-align: center;"><u>Zip</u></td> </tr> </table> <div style="font-size: 2em; margin-top: 20px;">See attached schedule</div>				<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>				
5. <u>New</u> Registered Agent Signature		6. <div style="margin-top: 10px;">           Signature <u></u> Date _____         </div> <div style="margin-top: 10px;">           Name (Typed or Printed) <u>George Bauerfeind</u> Title <u>Vice President-Tax</u> </div>							

ISSUED: 10-01-1999

1228

September 9, 1999

**OFFICERS AND DIRECTORS  
OF  
HUMANA MILITARY HEALTHCARE SERVICES, INC.**

R. Eugene Shields	President and Chief Executive Officer	The Humana Building 500 West Main Street Louisville, KY 40202
David J. Baker	Chief Operating Officer	"
*Michael B. McCallister	Senior Vice President	"
George G. Bauernfeind	Vice President	"
James W. Doucette	Vice President and Treasurer	"
Heidi S. Margulis	Vice President	"
Sheri E. Mitchell	Vice President	"
*James E. Murray	Chief Financial Officer	"
Walter E. Neely	Vice President, Associate General Counsel and Assistant Secretary	"
David R. Nelson	Vice President (Chief Actuary)	"
Joan O. Lenahan	Secretary	"
Kathleen Pellegrino	Vice President and Assistant Secretary	"
*George W. Vieth, Jr.		"

**\*Directors**