

State of Idaho

Office of the Secretary of State

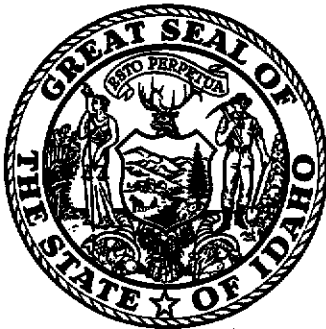
**CERTIFICATE OF AUTHORITY
OF
GROUP DENTAL SERVICE OF MARYLAND, INC.**

File Number C 186941

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: April 21, 2010



Ben Yursa
SECRETARY OF STATE

By *Sally Lloyd*

FILED EFFECTIVE



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

10 APR 21 PM 1:45

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Group Dental Service of Maryland, Inc.

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of:
- Maryland

4. Its date of incorporation is:
- August 25, 1997

5. The address of its principal office is:

Suite 700, 111 Rockville Pike, Rockville, MD 20850

6. The address to which correspondence should be addressed, if different from item 5, is:

1401 Shoreline Drive, Suite 2.

7. The street address of its registered office in Idaho is:
- Boise, ID 83702

and its registered agent in Idaho at that address is: Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>See attached officers/directors rider</u>	_____	_____
_____	_____	_____
<u>See attached officers/directors rider</u>	_____	_____
_____	_____	_____
_____	_____	_____

Dated: April 14 2010

Signature: _____

Typed Name: Ethan FoxmanCapacity: President*[The signer must be a director or an officer of the corporation.]*

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

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forms\appforauthority_profl.pmf
Revised 10/2008

C186941

IDAHO SECRETARY OF STATE

04/21/2010 05:00

CK: NONE CT: 1157 BN: 1218747

1 @ 100.00 = 100.00 AUTH PRO # 2

1 @ 20.00 = 20.00 EXPEDITE C # 3



Group Dental Service of Maryland, Inc. Board & Officer Listing

2010 Officers

Name:	Ralph Hubert Foxman
Employer	Group Dental Service, Inc.
Title	CEO
Bus. Address	111 Rockville Pike Suite 700 Rockville, MD 20850
Name:	Ethan Daniel Foxman
Employer	Group Dental Service, Inc.
Title	President
Bus. Address:	111 Rockville Pike Suite 700 Rockville, MD 20850
Name:	Andrea Michele Nelson
Employer	Group Dental Service, Inc.
Title	Treasurer/Corporate Secretary
Bus. Address:	111 Rockville Pike Suite 700 Rockville, MD 20850
Name:	Melinda Lee Tuozzo
Employer	Coventry Health Care
Title	Assistant Treasurer
Bus. Address:	6705 Rockledge Drive, Suite 900 Bethesda, Maryland 20817

2010 Ownership

Group Dental Service of Maryland, Inc. is 100% owned by Group Dental Service, Inc. and the ownership structure of Group Dental Service, Inc. is as follows:

Name:	Coventry Health Care, Inc.
	6705 Rockledge Dr.
	Suite 900
	Bethesda, MD20817
	FEIN# 52-2073000
	Ownership: 72.4405 %



Name: Ralph Hubert Foxman
Ownership: 5.4206%

Name: Norton Foxman
Ownership: 4.91%

Name: Ethan D. Foxman
Ownership: 9.6445%

2010 Board of Directors

Name: Ralph Hubert Foxman
Employer Group Dental Service, Inc.
Bus. Address 111 Rockville Pike Suite 700
Rockville, MD 20850
Appointed to Board: September 1992

Name: Ethan Daniel Foxman
Employer Group Dental Service, Inc.
Bus. Address: 111 Rockville Pike Suite 700
Rockville, MD 20850
Appointed to Board: April 2003

Name: Andrea Michele Nelson
Employer Group Dental Service, Inc.
Title Vice President of Finance
Bus. Address: 111 Rockville Pike Suite 700
Rockville, MD 20850
Appointed to Board: May 2009

Name: Michael Dean Bahr
Employer Altius Health Plan
Bus. Address: 10421 South Jordan Gateway, Suite 400
South Jordan, UT 84095
Appointed to Board: May 2009

Name: Shirley Ann Smith
Employer Coventry Health Care
Bus. Address: 6705 Rockledge Drive, Suite 900
Bethesda, Maryland 20817
Appointed to Board: May 2008



Name:	Andrew Lynn Asher
Employer	Coventry Health Care
Bus. Address:	6705 Rockledge Drive, Suite 900 Bethesda, Maryland 20817
Appointed to Board:	May 2008
Name:	John Joseph Ruhlmann
Employer	Coventry Health Care
Bus. Address:	6705 Rockledge Drive, Suite 900 Bethesda, Maryland 20817
Appointed to Board:	May 2008
Name:	Jonathan David Weinberg
Employer	Coventry Health Care
Title	Vice President and Managing Attorney
Bus. Address:	6705 Rockledge Drive, Suite 900 Bethesda, Maryland 20817
Appointed to Board:	May 2008
Name:	Melinda Lee Tuozzo
Employer	Coventry Health Care
Title	Tax Director of Coventry Health Care, Inc.
Bus. Address:	6705 Rockledge Drive, Suite 900 Bethesda, Maryland 20817
Appointed to Board:	December 2008

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT GROUP DENTAL SERVICE OF MARYLAND, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS APRIL 13, 2010.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097