

# State of Idaho

Office of the Secretary of State

## CERTIFICATE OF AUTHORITY OF

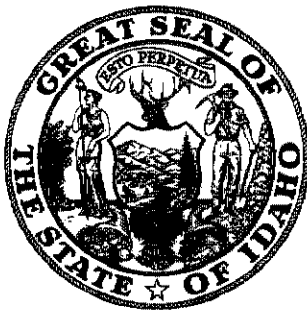
ACCOUNTABLE HEALTH PLANS OF AMERICA, INC.

File number C 132238

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are 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: January 24, 2000



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

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

1. The name of the corporation is Accountable Health Plans of America, Inc.
2. The name which it shall use in Idaho is Accountable Health Plans of America, Inc.
3. It is incorporated under the laws of the State of Texas.
4. Its date of incorporation is May 17, 1993.
5. The address of its principal office is 600 Six Flags Drive, Suite 200, Arlington, TX 76011
6. The address to which correspondence should be addressed, if different from item 5, is 3100 AMS Blvd, Green Bay, WI 54313
7. The street address of its registered office in Idaho is 300 N. 6th Street, Boise, ID 83702  
\_\_\_\_\_, and its registered agent in Idaho at that address is CT Corporation Systems
8. The names and respective business addresses of its directors and officers are: Please See Attached.

Name

Office

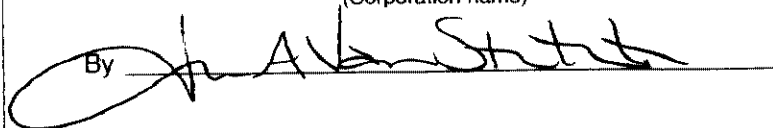
Address


Dated: January 18, 2000

Accountable Health Plans of America, Inc.

(Corporation name)

By



Its Assistant Secretary

(specify capacity of signer)

Customer Acct # :

(If using pre-printed form)

IDAHO SECRETARY OF STATE

Secretary of State use only  
01/24/2000 09:00  
CK: 628 CT: 125587 BH: 283624

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Revised 7/97

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## ACCOUNTABLE HEALTH PLANS, INC.

### Director & Officer List

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All Directors and Officers except Roger Chapman, Lovie Pollinger  
and Walt Vinson have a usual business address of:

3100 AMS Blvd  
Green Bay, WI 54313

Roger Chapman and Lovie Pollinger have a usual business address of:

600 Six Flags Drive  
Suite 200  
Arlington, TX 76011

Walt Vinson has a usual business address of:

2831 N Grandview Blvd.  
Pewaukee, WI 53072

#### DIRECTORS:

James C. Modaff

Gary D. Guengerich

Roger A. Chapman

Timothy J. Moore

#### OFFICERS:

James C. Modaff .....	President
Gary D. Guengerich .....	Executive Vice President & CFO
Timothy J. Moore .....	Sr. Vice President of Corporate Affairs, General Counsel & Secretary
Thomas G. Zielinski .....	Executive Vice President of Operations
Hans O. Christensen .....	Vice President
Roger A. Chapman.....	Vice President
James E. Prochnow .....	Vice President, Controller
Carol P. Sanders.....	Vice President, Treasurer
Walter E. Vinson.....	Executive Director
Lovie Pollinger .....	Executive Director
Julie A. Van Straten.....	Assistant Secretary
Cheryl A. Thomson.....	Assistant Secretary



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OFFICE OF THE SECRETARY OF STATE  
STATE OF IDAHO

# The State of Texas

## SECRETARY OF STATE

IT IS HEREBY CERTIFIED that ACCOUNTABLE HEALTH PLANS OF AMERICA, INC., File No. 1271652-00, filed articles of incorporation on MAY 17, 1993 under its original name of ACCOUNTABLE HEALTH CARE OF TEXAS, INC. as set forth in that document; and that articles of amendment were filed on OCTOBER 20, 1999, to be effective DECEMBER 31, 1999 changing the name from ACCOUNTABLE HEALTH PLANS, INC. to ACCOUNTABLE HEALTH PLANS OF AMERICA, INC., and that the corporation is currently in existence.



*IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on November 23, 1999.*

Elton Bomer  
Secretary of State

DAE