

Filing Fee: \$150.00
License Fee: \$15.00 minimum (7-1.1-124)

ID Number:

109559



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is MAGELLAN HRSC, INC.
- It is incorporated under the laws of Ohio
- The name, if different, which it elects to use in Rhode Island is:
 - If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

 - If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

- The date of its incorporation is October 02, 1986 and the period of its duration is Perpetual
- The address of its principal office in the state or country under the laws of which it is incorporated is _____
Suite 250, 355 East Campus View Blvd, Columbus, OH 43235
- The address of its proposed registered office in Rhode Island is 170 Westminister Street, Suite 900
(Street Address, not P.O. Box)
Providence RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is Corporation Service Company
(Name of Agent)
- The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
TO ENGAGE IN ANY LAWFUL ACTIVITY FOR WHICH CORPORATIONS MAY BE FORMED. Human resources and payroll.
- The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	<u>See attached officers/directors rider</u>	
Director		
President		
Vice President		
Treasurer		
Secretary		

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
10,000	Common		No par value

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
200	Common		No par value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 80,000,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 %. I divide (b) by (a) and multiply by 100 to obtain the percentage.
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 10,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0 %. I divide (b) by (a) and multiply by 100 to obtain the percentage.
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: November 6, 1999

MAGELLAN HRSC, INC.

Print Exact Name of Corporation Making Application

By Dennis Moody Dennis Moody
☐ President or ☒ Vice President (check one)
AND
By Mark S. Demilio Mark S. Demilio
☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF Maryland
COUNTY OF Howard

In Maryland, on this 16 day of November, 1999, personally appeared before me Dennis Moody who, being by me first duly sworn, declared that he/she is the Vice President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Dawn C. Walker
Notary Public Dawn Walker DAWN C. WALKER
My Commission Expires: NOTARY PUBLIC STATE OF MARYLAND
My Commission Expires November 19, 2002

DIRECTOR & OFFICER LIST

Board of Directors:

James R. Bedenbaugh
2 Securities Center
3500 Piedmont Road, N.E.
Atlanta, GA 30305

Charlotte A. Sanford
154 Otter Road
Hilton Head, SC 29928

Officers:

Gregory Bayer, President
13736 Riverport Drive
Maryland Heights, MO 63043

Dennis P. Moody, Executive Vice President and General Manager
6950 Columbia Gateway Drive
Columbia, MD 21046

Janet C. Vaupel, Executive Vice President, Western Division
7750 N. Union Blvd, Suite 201
Colorado Springs, CO 80920

Andrew M. Cummings, Senior Vice President of Legal Affairs; Secretary
666 3rd Street, 31st Floor
New York, NY 10017

Mark S. Demilio, Senior Vice President; Assistant Secretary
6950 Columbia Gateway Drive
Columbia, MD 21046

Wayne E. Feest, Senior Vice President, Central Region
3850 Priority Way S. Drive, Suite 215
Indianapolis, IN 46240

Edward J. Christie, Senior Vice President, MidAtlantic Region
6950 Columbia Gateway Drive
Columbia, MD 21046

Joel Kostin, Senior Vice President, Southeast Region
3000 Aerial Center Parkway
Suite 120
Morrisville, NC 27560

Jim Van Halderen, Senior Vice President Western Region
7400 E. Orchard Road, Suite 2500
Englewood, CO 80111

Dennis J. Lazaroff, Vice President
13736 Riverport Drive
Maryland Heights, MO 63043

Marsha S. Marsh, Vice President Operations
13736 Riverport Drive
Maryland Heights, MO 63043

David M. Wadell, Vice President Quality Management
13736 Riverport Drive
Maryland Heights, MO 63043

Charlotte A. Sanford, Vice President and Treasurer
154 Otter Road
Hilton Head, SC 29928

James R. Bedenbaugh, Assistant Secretary
2 Securities Center
3500 Piedmont Road, N.E.
Atlanta, GA 30305

Marian Lang, Assistant Secretary
3414 Peachtree Road, NE
Suite 1400
Atlanta, GA 30326

	DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
1	11/18/1999	199931400399	AMD DOMESTIC/AMENDMENT TO ARTICLES	35.00	0.00	0.00	0.00	0.00
TOTAL				35.00	0.00	0.00	0.00	0.00

Return To:
 DIAMOND ACCESS
 ATT L. VALDO
 16 E BROAD ST STE 600
 COLUMBUS, OH 43215-0000

cut along the dotted line



The State of Ohio

Certificate

Secretary of State - J. Kenneth Blackwell

686314

It is hereby certified that the Secretary of State of Ohio has custody of the business records for MAGELLAN HRSC, INC. and that said business records show the filing and recording of:

Document(s)
 DOMESTIC/AMENDMENT TO ARTICLES

Document No(s)
 199931400399

United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of the Secretary
 of State at Columbus, Ohio, This 5th day of
 November, A.D. 1999



J. Kenneth Blackwell
 J. Kenneth Blackwell
 Secretary of State