

ARTICLES OF INCORPORATION
OF
TRILOGY HEALTH INSURANCE, INC.
(a Wisconsin Corporation)



These Articles of Incorporation are executed by the undersigned for the purpose of forming a Wisconsin stock insurance corporation in the State of Wisconsin as contemplated by the Wisconsin Business Corporation Law, Chapter 180, and Chapter 611 of the Wisconsin Statutes.

ARTICLE I.

Name

The name of the corporation is Trilogy Health Insurance, Inc.

ARTICLE II.

Purpose and Duration

This corporation is formed for the purpose of engaging in any lawful activity within the purposes for which stock insurance corporations may be organized under Chapters 610 and 611 of the Wisconsin Statutes. This corporation's duration shall be perpetual.

ARTICLE III.

Capital Stock

This corporation shall have authority to issue 2,000,000 shares of a single class of stock designated as "Common Stock," having a par value of \$1.00 per share. All shares of Common Stock will be evidenced by certificates in the form provided in the by-laws.

ARTICLE IV.

Shareholder Action

A. The by-laws may provide for a greater or lower quorum requirement or a greater voting requirement for shareholders or voting groups of shareholders than is provided by Wisconsin law.

B. Action required or permitted to be taken at a shareholders' meeting may be taken without a meeting in either of the ways specified in Section 180.0704(1)(a) or (b) of the Wisconsin Business Corporation Law.

ARTICLE V.
Registered Office and Agent

The registered office of the corporation is located at 901 South Whitney Way, Madison, WI 53711 and the name of the initial registered agent at such office is National Registered Agents, Inc.

ARTICLE VI.
Directors

The number of directors may be fixed from time to time by the by-laws but shall not be less than the minimum number allowed by Wisconsin law. The by-laws may provide for staggered terms of directors as permitted under Wisconsin law.

ARTICLE VII.
Incorporator

The Incorporator is Trilogy Health Holdings, LLC, whose address is 805 Garrison Court, Delafield, Wisconsin 53018.

ARTICLE VIII.
Acquisition of Shares

Subject to the provisions of Section 611.34 of the Wisconsin Statutes, the corporation shall have the right to acquire (either for cash, or for notes of the corporation, or for a combination of notes and cash) any of its own shares on such terms and conditions as the Board of Directors may from time to time determine and agree without regard to the amount of unreserved and unrestricted earned surplus, if any, of the corporation at the time of such purchase.

Executed this 30th day of June, 2006.

Trilogy Health Holdings, LLC, Incorporator

By: William J. Felsing
William Felsing, Manager

By: Glenn J. Reinhardt
Glenn Reinhardt, Manager

By: Gary Hovila
Gary Hovila, Manager

By: James Enright
James Enright, Manager

By: Michael Flock
Michael Flock, Manager

This instrument was drafted by Lisa R. Lange.

Please return to: Lisa R. Lange
Whyte Hirschboeck Dudek S.C.
One East Main Street
Suite 300
Madison, WI 53703
(608)255-4440
llange@whdlaw.com



State of Wisconsin / OFFICE OF THE COMMISSIONER OF INSURANCE

Jim Doyle, Governor
Jorge Gomez, Commissioner

Wisconsin.gov

125 South Webster Street • P.O. Box 7873
Madison, Wisconsin 53707-7873
Phone: (608) 266-3585 • Fax: (608) 266-9935
E-Mail: information@oci.state.wi.us
Web Address: oci.wi.gov

CERTIFICATE OF INCORPORATION

TO ALL TO WHOM THESE PRESENTS SHALL COME:

The undersigned, as commissioner of insurance of the state of Wisconsin, hereby certifies that on the 27th day of July 2006, A.D., Articles of Incorporation were filed in the Office of the Commissioner of Insurance under the provisions of ch. 611, Wis. Stat., which Articles provide:

NAME: Trilogy Health Insurance, Inc.

PERIOD OF EXISTENCE: Perpetual

CAPITAL STOCK: \$2,000,000

PURPOSE: The Corporation is formed for the purpose of engaging in any lawful activity within the purposes for which stock insurance corporations may be organized under Chapter 610 and 611 of the Wisconsin Statutes.

THEREFORE, the state of Wisconsin does hereby grant onto said corporation the powers and privileges conferred by the Wisconsin Statutes for the purposes stated in accordance with said Articles, except that no insurance business may be transacted until the commissioner of insurance has issued the certificate of authority provided for under s. 611.20.

IN WITNESS WHEREOF, I have hereunto set my hand in the city of Madison, state of Wisconsin, this 27th day of July 2006, A.D.



Jorge Gomez
Commissioner of Insurance