



The Health Plan for Federal Employees

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July 25, 2007

Office of PAC's  
Federal Election Commission  
999 E Street, NW  
Washington, DC 20463

Re: Government Employees Hospital Association, Inc.  
Political Action Committee No. C00297846

Dear Sir or Madam:

Our President, Richard Miles, received a telephone call from your office indicating you had received notice of our recent name change. You requested that we provide a copy of our Articles of Amendment and include our Federal ID number in the letter.

GEHA is a non profit 501(c)(9) membership association incorporated as a non profit Missouri corporation. At our last annual meeting, our members approved a change in our name from "Government Employees Hospital Association, Inc." to "Government Employees Health Association, Inc." This change did not entail any change in our corporate structure or personnel, but was simply a change to a name which more accurately reflects the broad range of health benefits and services we offer.

We are enclosing herewith the Amended and Restated Articles reflecting the new name and the new corporate charter issued by the Office of the Secretary of State of Missouri. Our PAC number is C00297846.

Should you require any additional information, please let me know.

Sincerely,

Larry D. McEnroe  
Vice President  
and General Counsel

LDM:kb  
Enclosures

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# STATE OF MISSOURI



Robin Carnahan  
Secretary of State

CERTIFICATE OF AMENDMENT  
OF A  
MISSOURI NOT-FOR-PROFIT CORPORATION  
Corrected As Of May 17, 2007

WHEREAS,

*Government Employees Health Association, Inc.*  
N00049964

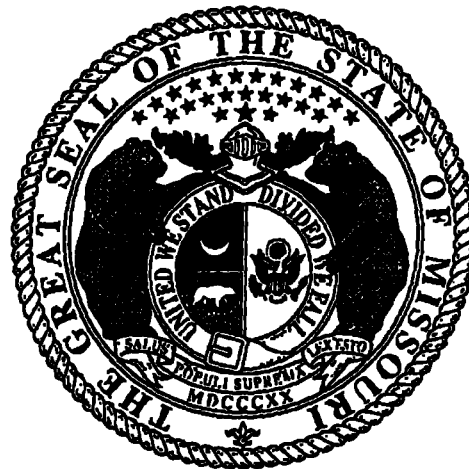
Formerly

*GOVERNMENT EMPLOYEES HOSPITAL ASSOCIATION, INC.*

a corporation organized under The Missouri Nonprofit Corporation Law has delivered to me Articles of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the Amendment of Articles of Incorporation under The Missouri Nonprofit Corporation Law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 9th day of May, 2007.

*Robin Carnahan*  
Secretary of State



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File Number:  
 N00049964  
 Date Filed: 05/09/2007  
 Robin Carnahan  
 Secretary of State

JAMES C. KIRKPATRICK  
 STATE INFORMATION CENTER  
 (573) 751-4936

**ROBIN CARNAHAN**  
 SECRETARY OF STATE  
 STATE OF MISSOURI

CORPORATIONS  
 866-223-6535

**SECRETARY OF STATE CORRECTION**

On this date, May 17, 2007

The Certificate of Amendment and Restatement of a Non-Profit Corporation dated May 9<sup>th</sup>, 2007

For: GOVERNMENT EMPLOYEES HOSPITAL ASSOCIATION, INC.

With charter number: N00049964

Was modified

From: GOVERNMENT EMPLOYEES HOSPITAL ASSOCIATION, INC.

To: Government Employees Health Association, Inc.

Formerly,

GOVERNMENT EMPLOYEES HOSPITAL ASSOCIATION, INC.

Requested by Denise

Authorized by

*Denise S.*

State of Missouri  
 Misc Document 1 Page(s)



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File Number:  
N00049964  
Date Filed: 05/09/2007  
Robin Carnahan  
Secretary of State

STATE OF MISSOURI  
Robin Carnahan,

Corporations Division  
P.O. Box 778/ 600 W. Main Street, Rm. 322  
Jefferson City, MO 65102

### Amended and Restated Articles of Incorporation

Pursuant to the provisions of The Missouri Nonprofit Corporation Act, the undersigned corporation certifies the following:

1. The name of the corporation is: Government Employees Hospital Association, Inc.
2. These Amended and Restated Articles of Incorporation contain amendments to the Articles requiring approval by the members.
3. These Amended and Restated Articles of Incorporation were adopted by the members on April 11, 2007.
4. Of the 253,400 memberships outstanding, 253,400 members were entitled to vote on such amendment and restatement. The corporation has only one class of membership.
5. The number of votes for and against the amendment and restatement was as follows:

<u>No. Votes For</u>	<u>No. Votes Against</u>
137	0
7. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments thereto.
8. The Articles of Incorporation are amended and restated in their entirety to read as set forth below:

#### ARTICLE I

The name of the Corporation is Government Employees Health Association, Inc.

#### ARTICLE II

The purpose for which the Corporation is organized is exclusively as a voluntary employees' beneficiary association within the meaning of Section 501(c)(9) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law).

State of Missouri  
Amend/Restate - NonProfit 3 Page(s)



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**ARTICLE III**

The Corporation shall have all of the powers conferred by "The Missouri Nonprofit Corporation Act," and any successor law thereto.

**ARTICLE IV**

The period of duration of the Corporation is perpetual.

**ARTICLE V**

The original petitioners, who are all now deceased, were as follows:

Walter C. Tuchfarber  
Charles W. Knight  
Charles E. Marksbury

**ARTICLE VI**

The number of directors constituting the Board of Directors shall be at least nine (9) but not more than twelve (12) proposed by a nominating committee and elected by the membership. The number of persons between nine (9) and twelve (12) who shall serve as directors shall be determined annually by the board prior to the annual membership meeting.

**ARTICLE VII**

The address of the registered office in this state and the name of the registered agent at this address is 17306 E. 24 Highway, Independence, Missouri 64056 and Larry McEnroe, Esq.

**ARTICLE VIII**

The Corporation may have one or more classes of members. The designation of such class or classes and the qualifications and rights, including voting rights, of the members of each class shall be set forth in the Bylaws of the Corporation.

**ARTICLE IX**

The Corporation shall have no authority to issue capital stock.

**ARTICLE X**

This Corporation is a mutual benefit corporation.

**ARTICLE XI**

Upon dissolution of the Corporation, any funds remaining after the payment of all outstanding claims for benefits and administrative expenses shall be distributed by the Corporation in a manner permitted by Section 501(c)(9).

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IN WITNESS WHEREOF, the undersigned has executed this instrument on this 27<sup>th</sup> day of April, 2007.

GOVERNMENT EMPLOYEES HOSPITAL  
ASSOCIATION, INC.

By: Larry D. McEnroe  
Name: Larry D. McEnroe  
Title: Vice President and Assistant Secretary

Federal Election Commission  
**ENVELOPE REPLACEMENT PAGE FOR INCOMING DOCUMENTS**  
 The FEC added this page to the end of this filing to indicate how it was received.

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PREPARER  
(3/2005)

8/1/07  
DATE PREPARED

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