

Version B

State of Arkansas

Articles of Incorporation - Domestic Nonprofit

Arkansas Health Insurance Marketplace

The undersigned, acting as the incorporator of a corporation under the Arkansas Nonprofit Corporation Act of 1993, Arkansas Code § 4-33-101 et seq., adopts the following Articles of Incorporation on behalf of the corporation.

Article 1. Name

Section 1.01. Name.

The name of the corporation is the "Arkansas Health Insurance Marketplace".

Article 2. Type

Section 2.01. Type of Corporation.

This corporation is a Nonprofit Public Benefit Corporation.

Article 3. Purpose

Section 3.01. Purpose of Corporation.

The corporation's primary purpose is to provide the eligible citizens of Arkansas with a state-based health insurance marketplace in compliance with Arkansas Code § 23-61-801 et seq., the Affordable Care Act established by Pub. L. No. 111-148 and amended by Pub. L. No. 111-152, as they may be amended from time to time and their successors.

Article 4. Power

Section 4.01. Power of the Corporation.

The Board shall have all powers granted to the Board by the General Assembly and, except as specifically limited by the General Assembly, all the power given to a Domestic Nonprofit Corporation under applicable law. The Board shall also have all the powers vested in it by the Bylaws and Operating Rules.

Article 5. Dissolution

Section 5.01. Dissolution.

The corporation may be dissolved as set out in the Arkansas Nonprofit Corporation Act of 1993, Arkansas Code § 4-33-101 et seq. Upon dissolution, and following payment of any debts (including fulfilling any repayment obligation incurred as a condition of the receipt of any grant or other funds), the remaining assets shall be distributed to any successor instrumentality of the State of Arkansas or entity established by the General Assembly to fulfill the purposes of the Arkansas Health Insurance Marketplace. In the absence of the establishment of any successor instrumentality or entity, such assets shall be distributed as the General Assembly shall direct.

Article 6. Members/Board of Directors/Officers

Section 6.01. Members/Board of Directors/Officers.

The corporation will not have members, but shall be operated through an Executive Director who shall report to a Board of Directors. The initial members of the Board shall be:

Mr. Fred Bean;

Mr. Mike Castleberry;

Mr. John Denery;

Sen. Steve Faris;

Mr. Greg Hatcher;

Hon. Anabelle Imber Tuck;

Mr. Jerry D. Jones;

Mr. Chris Parker;

Ms. Sherill E. Wise;

Mr. Jay Bradford, ex officio; and

Mr. John Selig, ex officio.

Article 7. Indemnification

Section 7.01. Indemnification.

The Board and its employees shall be indemnified under Arkansas Code §§ 4-33-850 - 4-33-857. This provision does not waive any other immunity provided under applicable law, including but not limited to Arkansas Code §§ 21-9-301 et seq.

Article 8. Incorporating Information

Section 8.01. Corporation's Initial Registered Agent:

Name: Jay Bradford, Arkansas Insurance Department

Address: 1200 West Third Street, Little Rock, AR 72201

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Name: Jay Bradford, Arkansas Insurance Department

Address: 1200 West Third Street, Little Rock, AR 72201

Section 8.02. Corporation's Primary Address:

Address: 1200 West Third Street, Little Rock, AR 72201

Section 8.03. Incorporator Information:

Name: Chris Parker

Signature: _____ Date: _____

Address: 124 West Capitol, Suite 1900, Little Rock, AR 72201