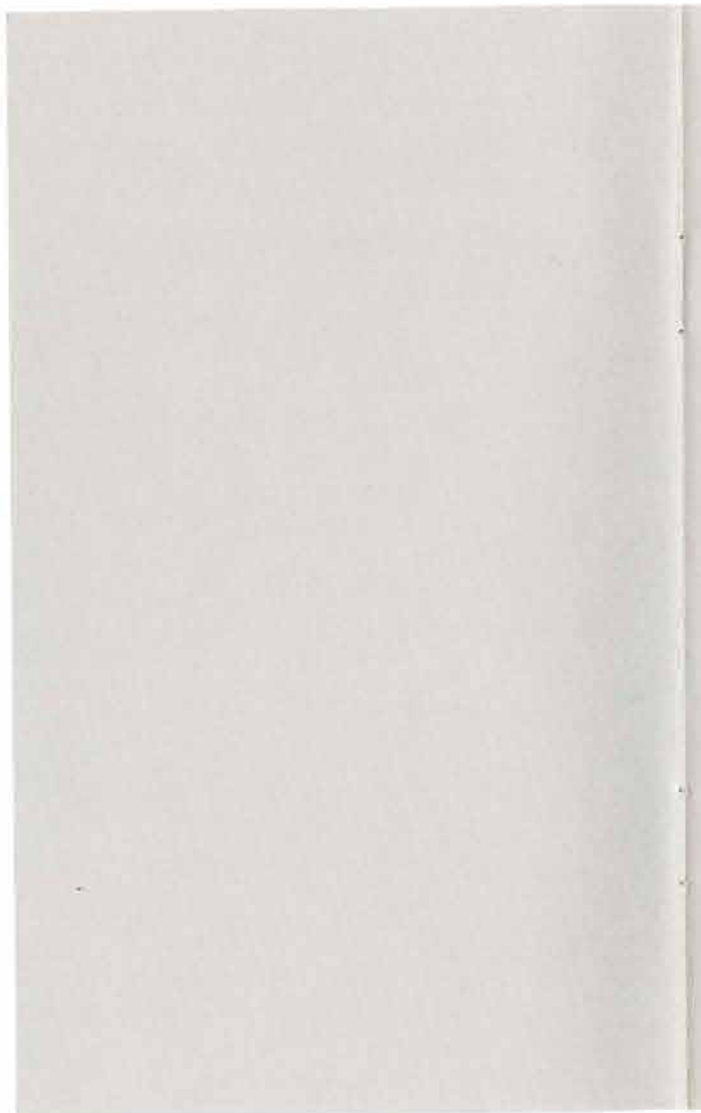




BLUE CROSS AND BLUE SHIELD
OF FLORIDA, INC.

1987-1988
CORPORATE DIRECTORY





PLAN HISTORY

Blue Cross and Blue Shield of Florida grew out of a merging of two organizations. One of these organizations was Florida Hospital Service Corporation, which began in 1944 with a small office in Jacksonville and a staff of four. Florida Hospital Service Corporation later became Blue Cross of Florida.

The other organization was the Florida Medical Services Corporation, which later became Blue Shield of Florida. Florida Medical Services Corporation opened its doors in 1946 and applied the same principle to physician services as the predecessor of Blue Cross had done to hospital care.

By 1951, the corporate names of Blue Cross of Florida, Inc. and Blue Shield of Florida, Inc. were adopted, and non-group enrollment in

the Plans was opened to the public on a statewide basis for the first time.

In 1957, Blue Cross and Blue Shield began administering two government programs, CHAMPUS and the Federal Employee Program. Blue Cross and Blue Shield continued its CHAMPUS involvement until 1976. In 1966, the Plans also became the primary administrators of the Medicare program in the state of Florida.

Blue Cross of Florida and Blue Shield of Florida consolidated to form a single corporation in July 1980. The consolidation resulted in greater financial flexibility and put Blue Cross and Blue Shield of Florida, Inc. in a better competitive position in the marketplace. The consolidation has also made it possible for the Florida Plan to fund

innovative programs benefiting the public, such as health maintenance organizations (HMOs), preferred provider organizations (PPOs) and a variety of cost containment programs.

Until October 1982, Blue Cross and Blue Shield of Florida was organized as a not-for-profit hospital, medical and surgical service plan under the Florida statutes. Then in October 1982, the Plan changed its legal status and became a not-for-profit mutual insurance company. Although it has no shareholders, as a mutual insurance company, the Florida Plan's policyholders have become "members" with voting rights at the annual meeting of the corporation.

Today, Blue Cross and Blue Shield employees serve approximately 2.6 million

Floridians through private programs and federal and state government programs.

In 1982, Blue Cross and Blue Shield of Florida acquired its first health maintenance organization. Now, the corporation serves over 100,000 Floridians through its HMOs.

Health care financing, administration and delivery have changed dramatically since the corporation's beginnings in 1944, but the purpose of Blue Cross and Blue Shield of Florida has remained the same — to provide quality health care at a reasonable cost.

**CHAIRMAN
OF THE BOARD**



G. HUNTER GIBBONS

(Ann)
Attorney
Dickinson, O'Riorden
Gibbons, Quale, Shields
and Carlton
P.O. Box 3979
Sarasota 33578
(813) 366-4680

Mr. Gibbons served on the Board of the former Blue Cross of Florida, Inc. from 1978, and has continued to serve on the consolidated Board since 1980. He was elected Chairman of the Board in July 1982. Mr. Gibbons serves as Chairman of the Executive Committee and ex-officio member of all other committees.

**VICE CHAIRMAN
OF THE BOARD**



LEWIS A. DOMAN

(Alice)
President
The Citizens and Peoples
National Bank
P.O. Box 1072
Pensacola 32595
(904) 433-2299

Mr. Doman served on the Board of the former Blue Shield of Florida, Inc. from 1973, and has continued to serve on the consolidated Board since 1980. He was elected Vice-Chairman in September 1985. Mr. Doman serves as chairman of the Finance Committee and member of the Executive Committee.

PLAN PRESIDENT



WILLIAM E. FLAHERTY

(Josie)
President and
Chief Executive Officer
Blue Cross and Blue Shield
of Florida, Inc.
P.O. Box 60729
Jacksonville 32236-2729
(904) 791-6100

In January 1979, Mr. Flaherty was appointed President and Chief Executive Officer of both Blue Cross of Florida, Inc. and Blue Shield of Florida, Inc. and has continued in that capacity for the consolidated corporation since July 1980.

BOARD OF DIRECTORS

G. HUNTER GIBBONS

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LEWIS A. DOMAN

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DuBOSE AUSLEY

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HENRY H. BECKWITH

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C.P.A.

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VICTOR P. LEAVENGOOD

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**JOSEPH G. MATTHEWS,
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WILLIAM V. ROY

(305) 855-7442

HELEN B. ADAMS

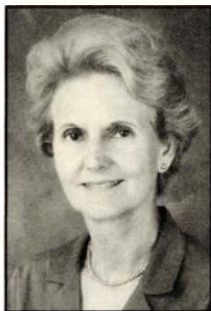
President
Fanad Management, Inc.
P.O. Box 215
Orange Park 32073
(904) 264-9504

Chairman:

Alternative Delivery Systems Committee.

Member:

Executive Committee. Mrs. Adams served on the Board of the former Blue Cross of Florida, Inc. from 1976, and has continued to serve on the consolidated Board since 1980.



DUBOSE AUSLEY

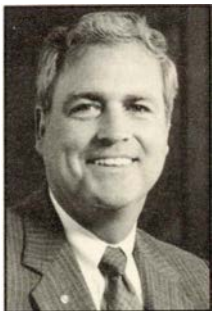
(Sallie)

Attorney
Ausley, McMullen McGehee,
Carothers and Proctor
P.O. Box 391
Tallahassee 32302
(904) 224-9115

Member:

Personnel and Compensation and Alternative Delivery Systems Committees. Mr. Ausley has served on the Board since 1982.





HENRY H. BECKWITH

(Madeleine)

Chairman of the Board
and President

Tompkins-Beckwith, Inc.

2160 McCoys Blvd.

P.O. Box 2486

Jacksonville 32203

(904) 354-4545

Member:

Alternative Delivery Systems and Contracting and Cost Containment Committees. Mr. Beckwith has served on the Board since 1986.



EDWARD L. BOYKIN, C.P.A.

(Ileana)

Partner

Touche Ross & Company

501 East Kennedy Blvd., 11th Floor

Tampa 33602

(813) 223-9766

Chairman:

Personnel and Compensation Committee.

Member:

Executive and Audit Committees.

Mr. Boykin has served on the Board since 1982.

RICHARD C. CLAY, M.D.

(Madeline)

General Surgeon
550 Brickell Avenue
Suite 234
Miami 33131
(305) 373-0127



Member:

Executive, Nominating and Contracting and Cost Containment Committees. Dr. Clay served on the Board of the former Blue Shield of Florida, Inc. from 1974, and has continued to serve on the consolidated Board since 1980.

MARY H. CROSS

(Murry)

Community Affairs Leader
3619 16th Avenue, North
St. Petersburg 33713
(813) 323-3441



Member:

Alternative Delivery Systems and Contracting and Cost Containment Committees. Mrs. Cross served on the Board of the former Blue Cross of Florida, Inc. from 1978, and has continued to serve on the consolidated Board since 1980.



H. JACKSON FLOYD

(Doris)

Retired Executive Director
Memorial Hospital of Sarasota
2630 Colony Terrace
Sarasota 33579
(813) 955-6849

Member:

Finance and Contracting and Cost Containment Committees. Mr. Floyd has served on the Board since 1984.



VICTOR P. LEAVENGOOD

(Lee)

Retired Executive
General Telephone Company
4516 Sylvan Ramble
Tampa 33609
(813) 877-4886

Chairman:

Contracting and Cost Containment Committee.

Member:

Executive and Finance Committees. Mr. Leavengood has served on the Board since 1983.

JAN B. LUYTJES, PH.D.

(Dorothea)

Professor

Florida International University

12920 S. W. 60th Avenue

Miami 33156

(305) 554-2789



Member:

Alternative Delivery Systems, Contracting and Cost Containment and Finance Committees. Dr. Luytjes served on the Board of the former Blue Cross of Florida, Inc. from 1978, and has continued to serve on the consolidated Board since 1980.

WALLACE E. MATHES, JR.

(Dot)

Retired Executive Consultant to

Merrill Lynch, Pierce, Fenner & Smith

34 Marsh Creek Road

Fernandina Beach 32034

(904) 261-0990



Member:

Nominating, Personnel and Compensation and Finance Committees. Mr. Mathes served on the Board of the former Blue Shield of Florida, Inc. from 1978, and has continued to serve on the consolidated Board from 1980 to 1982 and again from 1984 until present.



JOSEPH G. MATTHEWS, M.D.

(Buff)

Orthopedic Surgeon
1315 South Orange Ave., Suite D
Orlando 32806
(305) 849-0840

Member:

Executive and Alternative Delivery Systems Committees. Dr. Matthews served on the Board of the former Blue Shield of Florida, Inc. from 1971, and served as its Chairman from 1974 through July 1980. He has continued to serve on the consolidated Board since July 1980 and was Vice Chairman of the Board until September 1985.



WALTER S. MCLIN, III

(Gwendolyn)

Attorney
McLin, Burnsed, Morrison & Johnson
P.O. Drawer 1357
Leesburg 32749-1357
(904) 787-1241

Chairman:

Audit Committee.

Member:

Executive, Personnel and Compensation and Contracting and Cost Containment Committees. Mr. McLin has served on the Board since 1985.

WILLIAM V. ROY

(Nena)

Retired Executive
Southern Bell
Central Florida Division
1208 Buckwood Drive
Orlando 32806
(305) 855-7442

Chairman:

Nominating Committee.

Member

Executive, Audit and Alternative Delivery Systems Committees. Mr. Roy served on the Board of the former Blue Shield of Florida, Inc. from 1968, and has continued to serve on the consolidated Board since 1980.



EXECUTIVE STAFF

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Chief Executive Officer
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(H) (904) 282-0842



WILLIAM H. DODD

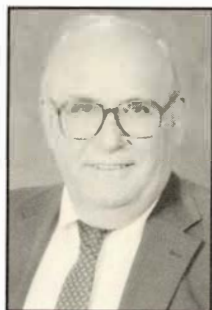
(Connie)

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(Carol)

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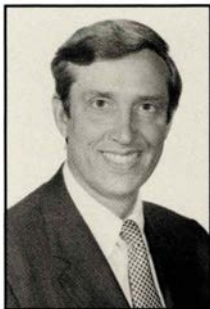
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and Chief Financial Officer

(effective 6-15-87)

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(Connie)

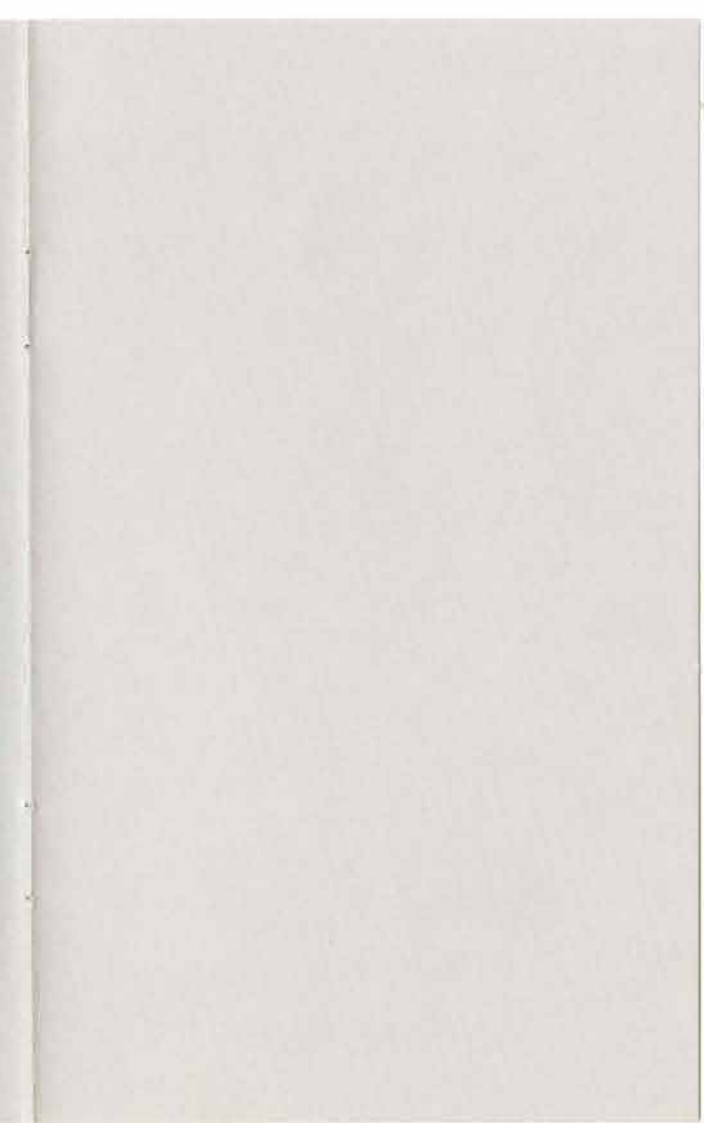
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NOTES





Sponsor
1988 U.S.
Olympic Team



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