

WELLCARE HEALTH PLANS, INC.

Form 8-K

January 12, 2007

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **January 8, 2007**

**WELLCARE HEALTH PLANS, INC.**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-32209**  
(Commission File Number)

**47-0937650**  
(IRS Employer  
Identification No.)

**8725 Henderson Road,  
Renaissance One  
Tampa, Florida**  
(Address of principal executive  
offices)

**33634**  
(Zip Code)

Registrant's telephone number, including area code: **(813) 290-6200**

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange

Act (17 CFR 240.13e-4(c))

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**Item 1.01 Entry into a Material Definitive Agreement.**

On January 8, 2007, the Registrant received an executed amendment number 1 to Medicaid Advantage Model Contract No. C021236, between the New York State Department of Health and WellCare of New York, Inc., a wholly-owned subsidiary of the Registrant (“WellCare NY”), pursuant to which WellCare NY participates in the program for individuals who are dually eligible for both Medicaid and Medicare in Albany County. The amendment, among other things, amends the capitation payment rates for Albany County. The amendment is effective from January 1, 2007 through December 31, 2007. A copy of the amendment is attached as exhibit 10.1 to this Current Report on Form 8-K.

On January 9, 2007, the Registrant received an executed amendment number 1 and an executed amendment number 2 to the 2007 Northeast Regional Provider Agreement, between the Ohio Department of Job and Family Services and WellCare of Ohio, Inc., a wholly-owned subsidiary of the Registrant (“WellCare OH”). Amendment number 1, among other things, updates the capitation rates for calendar year 2007 for the covered families and children population, effective January 1, 2007. Amendment number 2, among other things, corrects a typographical error in the effective date of the baseline provider agreement noted in amendment number 1. This amendment is effective January 5, 2007. Copies of the amendments are attached as exhibits 10.2 and 10.3, respectively, to this Current Report on Form 8-K.

Also on January 9, 2007, the Registrant received an executed amendment number 1 to the current Medical Services Agreement between the Florida Healthy Kids Corporation and two of its wholly-owned subsidiaries, HealthEase of Florida, Inc. and WellCare of Florida, Inc. (f/k/a Well Care HMO, Inc.) d/b/a Staywell Health Plan of Florida. The amendment, among other things, amends the premium rates for the covered counties effective December 1, 2006. A copy of the amendment is attached as Exhibit 10.4 to this Current Report on Form 8-K.

The foregoing description does not purport to be a complete statement of the parties’ rights and obligations under the above-described amendments. The above description is qualified in its entirety by reference to the amendments.

In the interest of providing interested parties with full access to its federal, state and county contracts, the Registrant has elected to file such contracts with the Securities and Exchange Commission. The Registrant does not believe that its business is substantially dependent on many of these contracts when each is taken individually.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

- 10.1 Amendment Number 1 to Medicaid Advantage Model Contract No. C021236, between the New York State Department of Health and WellCare of New York, Inc.
- 10.2 Amendment Number 1 to the 2007 Northeast Regional Provider Agreement, between the Ohio Department of Job and Family Services and WellCare of Ohio, Inc.
- 10.3 Amendment Number 2 to the 2007 Northeast Regional Provider Agreement, between the Ohio Department of Job and Family Services and WellCare of Ohio, Inc.
- 10.4 Amendment Number 1 to the Medical Services Agreement between the Florida Healthy Kids Corporation and HealthEase of Florida, Inc. and WellCare of Florida, Inc. (f/k/a Well Care HMO, Inc.) d/b/a Staywell Health Plan of Florida.



**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 12, 2007

**WELLCARE HEALTH PLANS, INC.**

/s/ THADDEUS BEREDAY

Thaddeus Bereday

Senior Vice President and General Counsel

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**EXHIBIT INDEX**

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- 10.3 Amendment Number 2 to the 2007 Northeast Regional Provider Agreement, between the Ohio Department of Job and Family Services and WellCare of Ohio, Inc.
- 10.4 Amendment Number 1 to the Medical Services Agreement between the Florida Healthy Kids Corporation and HealthEase of Florida, Inc. and WellCare of Florida, Inc. (f/k/a Well Care HMO, Inc.) d/b/a Staywell Health Plan of Florida.