

**Articles of Organization
For the BlueCross BlueShield of South Carolina
Federal Government Programs Political Action Committee**

**ARTICLE I
Name**

There is hereby established the BlueCross BlueShield of South Carolina Government Health Insurance Programs Political Action Committee (hereinafter “SC BluesSM FedPAC”).

**ARTICLE II
Principal Office and Address**

The principal office of SC Blues FedPAC shall be located at Interstate 20 at Alpine Road, Columbia, South Carolina, 29219-0001.

**ARTICLE III
Form of Organization**

SC Blues FedPAC shall be a voluntary organization composed of its officers, directors and all those who have contributed to SC Blues FedPAC. They shall all be individuals. SC Blues FedPAC shall be independent of any political party, candidate or organization except that it shall be a separate segregated fund of BlueCross BlueShield of South Carolina (the “Company”). SC Blues FedPAC is affiliated with BluePACSM, the BlueCross BlueShield Association Political Action Committee, in accordance with 11 C.F.R. §100.5(g).

**ARTICLE IV
Purposes and Powers**

Section 1. The purpose of SC Blues FedPAC is to promote good citizenship and further business interests that are of concern to the customers and employees of the Company and its affiliates.

Section 2. To achieve these purposes, SC Blues FedPAC is authorized to solicit and accept voluntary personal political contributions, insofar as it may be lawful. SC Blues FedPAC is empowered to expend such contributions to support or oppose the candidacy, nomination and election of candidates for federal, state or local office, and to support or oppose any political party committee, political committee or any resolution or ballot issue.

Section 3. All solicitations, contributions and expenditures by SC Blues FedPAC shall be made in accordance with applicable laws and regulations and the provisions of these Articles.

**ARTICLE V
Voluntary Contributions**

Section 1. All political contributions to SC Blues FedPAC shall be voluntary, and no contribution shall be solicited or secured by or on behalf of SC Blues FedPAC by means of any coercion of physical force, or as a condition of employment or by using or threatening to use physical force, job discrimination or financial reprisals.

Section 2. No one shall have a right to share personally in the funds or assets of SC Blues FedPAC upon its dissolution or at any other time, except as provided in Article XI of these Articles.

Section 3. SC Blues FedPAC shall maintain the names of contributors and the amounts given or pledged by them as required by law and for purposes of conducting necessary audits of the books of account SC Blues FedPAC and preparing necessary reports.

ARTICLE VI Depository Funds

All contributions to SC Blues FedPAC shall be deposited and maintained in an account or accounts with a national or state bank or other depository institution in accordance with applicable law, and all contributions and expenditures made by SC Blues FedPAC shall be made by check or similar instrument from such account and from no other source.

ARTICLE VII Board of Directors

SC Blues FedPAC shall consist of no fewer than three directors, one of whom shall be the SC Blues FedPAC Chair and who shall also act as Chair of the SC Blues FedPAC Board of Directors. The directors shall carry out the responsibilities and duties as shall be described in the By-Laws of SC Blues FedPAC.

ARTICLE VIII Officers

SC Blues FedPAC shall consist of no fewer than three officers, including a Chairman, a Treasurer and an Assistant Treasurer, and may consist of such other officers as the Board of Directors of SC Blues FedPAC deems necessary. The officers shall carry out the responsibilities and duties as shall be described in the By-Laws of SC Blues FedPAC.

ARTICLE IX Meetings

Meetings of the Board of Directors of SC Blues FedPAC shall be held as described in the By-Laws.

ARTICLE X Effective Date and Amendments of Articles; By-Laws

Section 1. These Articles of Organization shall be effective on the date they are duly adopted.

Section 2. The Board of Directors of SC Blues FedPAC may amend these Articles of Organization from time to time.

Section 3. By-Laws may be proposed, adopted, amended or repealed by the Board of Directors of SC Blues FedPAC. Subject to these Articles of Organization, the basic rules for the management and government of SC Blues FedPAC shall be set forth in the By-Laws.

ARTICLE XI Dissolution

While the duration of SC Blues FedPAC is to be perpetual, SC Blues FedPAC may be dissolved at any time by the Board of Directors of SC Blues FedPAC or the President/Chief Executive Officer of the Company. Upon such dissolution, all funds remaining in the depository account shall be promptly returned to the contributors of the funds, or shall be promptly distributed to one or more political party committees or to tax-exempt charitable institutions in accordance with the provisions of these Articles of Organization, or shall be otherwise disposed of

in accordance with applicable law, as may be determined by the Board of Directors of SC Blues FedPAC or the President/Chief Executive Officer of the Company.