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**CHOICENET AND INTERCARE HEALTH PLANS JOIN TO FORM
COLORADO'S LARGEST THIRD-PARTY ADMINISTRATOR**

COLORADO SPRINGS, Colo.- April 1, 2002- Today, ChoiceNet, a Colorado Springs-based health care services administrator, and Denver-based InterCare Health Plans, Inc. have announced their intention to join together to form ChoiceNet/InterCare Health Plans, Inc., the state's largest third party administrator of health care benefits. The existing offices of both companies, located in Greenwood Village and Colorado Springs, will continue normal operations.

Kathy Major, president of ChoiceNet, will serve as the president of ChoiceNet/InterCare and will work closely with InterCare co-founders, James Beardall and Roxanne Marotte, to facilitate an effective transition for the employees, clients, members, brokers and providers that it serves. Additionally, Beardall and Marotte will serve on the ChoiceNet/InterCare board.

InterCare has been in business for more than 14 years and is a financially strong company well respected for its experience, market tenure and customer service. ChoiceNet, a new market entrant as of 2001, has been recognized for its scalable business platform which facilitates the delivery of exceptional customer service.

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With more than 125,000 members, ChoiceNet/InterCare will be as large as Colorado's seventh largest health plan, offering reliability and innovative technology to employers who are increasingly shifting to self-insurance and preferred provider organizations as a way to control their health benefit costs while increasing flexibility.

"ChoiceNet/InterCare is a viable health care option for employers frustrated by escalating costs, restricted provider access and quality problems plaguing many employer-sponsored health plans," said Major.

ChoiceNet/InterCare will provide a wide array of support services such as issuing insurance identification cards, paying medical claims, responding to member and physician questions and reporting information on claims activity back to employers. ChoiceNet/InterCare will access state-of-the-art technology currently used by ChoiceNet for processing of claims in less than 10 days.

"ChoiceNet/InterCare will consolidate the best of both companies and will continue to provide the premier, proactive customer service to clients, members and physicians that both companies are known for. The new company will be recognized for responsiveness and accountability," explained Major. "We will set the standard for service in the health care arena."

"ChoiceNet's success can be directly attributed to its experienced senior management team," said James Beardall, co-founder of InterCare. "In a short time, ChoiceNet has established itself as an industry leader.

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The joining together of these two companies will positively impact the future delivery of health care services as ChoiceNet/InterCare will serve as the administrative backbone of the PPO and self-insured marketplace.”

Currently, the majority of ChoiceNet/InterCare’s contracts are with Colorado-based companies, although over 30 percent of its members reside outside the state. It conducts business in all 50 states and three countries.

“Simply stated, ChoiceNet/InterCare will eliminate the hassle associated with health care administration,” explained Major.

For more information about ChoiceNet/InterCare, you may visit its Web site at www.choicenettpa.com.

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