

Cunningham Alexander R.  
Form 3  
June 12, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Cunningham Alexander R.		(Month/Day/Year)	WELLCARE HEALTH PLANS, INC. [WCG]	
(Last)	(First)	06/02/2009		
			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
C/O WELLCARE HEALTH PLANS, INC.,Â 8725 HENDERSON ROAD, REN. 1			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			President, FL and HI Division	
TAMPA,Â FLÂ 33634			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	11,086	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â <u>(1)</u>	01/11/2015	Common Stock	47,000	\$ 30	D	Â
Employee Stock Option (Right to Buy)	Â <u>(2)</u>	07/27/2012	Common Stock	13,600	\$ 36.45	D	Â
Employee Stock Option (Right to Buy)	Â <u>(3)</u>	07/27/2013	Common Stock	5,061	\$ 50.16	D	Â
Employee Stock Option (Right to Buy)	Â <u>(4)</u>	09/13/2011	Common Stock	4,579	\$ 85.53	D	Â
Employee Stock Option (Right to Buy)	Â <u>(5)</u>	09/13/2011	Common Stock	3,641	\$ 85.53	D	Â
Employee Stock Option (Right to Buy)	Â <u>(6)</u>	11/28/2012	Common Stock	40,000	\$ 45.25	D	Â
Employee Stock Option (Right to Buy)	Â <u>(7)</u>	03/06/2015	Common Stock	15,909	\$ 43.45	D	Â
Restricted Stock Units	Â <u>(8)</u>	Â <u>(8)</u>	Common Stock	9,752	\$ <u>(9)</u>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cunningham Alexander R. C/O WELLCARE HEALTH PLANS, INC. 8725 HENDERSON ROAD, REN. 1 TAMPA, FL 33634	Â	Â	Â President, FL and HI Division	Â

## Signatures

/s/ Michael Haber,  
Attorney-in-fact

06/12/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The options are vested on the date hereof.

(2) 8,160 options are vested on the date hereof; 2,720 options vest on July 27, 2009; and 2,720 options vest on July 27, 2010.

(3) 2,631 options are vested on the date hereof; 810 options vest on July 27, 2009; 810 options vest on July 27, 2010; and 810 options vest on July 27, 2011.

(4) 2,289 options are vested on the date hereof; 1,145 options vest on March 13, 2010; and 1,145 options vest on March 13, 2011.

(5) The options are vested on the date hereof.

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- (6) The options vest in full on November 28, 2009.
- (7) 3,977 options are vested on the date hereof; 3,977 options vest on March 6, 2010; 3,977 options vest on March 6, 2011; and 3,978 options vest on March 6, 2012.
- (8) The restricted stock units vest in equal installments on each of the first through fourth anniversaries of March 13, 2009. Vested shares will be delivered to the reporting person upon vest.
- (9) Each restricted stock unit represents a contingent right to receive one share of WCG common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.