

1.) CORPORATION NAME:

athenahealth, Inc.

DUE DATE: **1/31/2012**

SCC ID NO: **F1655523**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: **B.E.**

AUTH IN VI

CORPORATION SERVICE COMPANY

Bank of America Center, 16th Floor

1111 East Main Street

RICHMOND, VA 23219

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	125,000,000
PREFER	5,000,000

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

RICHMOND CITY

4.) STATE OR COUNTRY OF INCORPORATION:

DE

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 311 ARSENAL ST

CITY/ST/ZIP: WATERTOWN, MA 02472-

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: DANIEL ORENSTEIN
TITLE: SECRETARY
ADDRESS: 311 ARSENAL ST
CITY/ST/ZIP/CO: WATERTOWN, MA 02472-

OFFICER

DIRECTOR

NAME: CHRISTOPHER MARTIN
TITLE: ASST SECRETARY
ADDRESS: 311 ARSENAL ST
CITY/ST/ZIP/CO: WATERTOWN, MA 02472-

OFFICER

DIRECTOR

NAME: TIMOTHY ADAMS
TITLE: CFO
ADDRESS: 311 ARSENAL ST
CITY/ST/ZIP/CO: WATERTOWN, MA 02472-

OFFICER

DIRECTOR

NAME: BRANDON HULL
TITLE: DIRECTOR
ADDRESS: CARDINAL, 230 NASSAU ST
CITY/ST/ZIP/CO: PRINCETON, NJ 08542-

OFFICER

DIRECTOR

NAME: JONATHAN S BUSH
TITLE: PRES/CHAIR
ADDRESS: 311 ARSENAL ST
CITY/ST/ZIP/CO: WATERTOWN, MA 02472-

OFFICER

DIRECTOR

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

<u>/s/ DANIEL ORENSTEIN</u>	<u>DANIEL ORENSTEIN, SECRETARY</u>	<u>11/11/2011</u>
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.