

Cotton Michael Lester
 Form 3
 June 12, 2009

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 * Cotton Michael Lester (Last) (First) (Middle) C/O WELLCARE HEALTH PLANS, INC., 8725 HENDERSON ROAD, REN. 1 (Street) TAMPA, FL 33634 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/02/2009	3. Issuer Name and Ticker or Trading Symbol WELLCARE HEALTH PLANS, INC. [WCG]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President, South Division	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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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	6,181	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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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 (1)	12/05/2010	Common Stock	11,250	\$ 40.35	D	Â
Employee Stock Option (Right to Buy)	Â (2)	07/27/2013	Common Stock	4,834	\$ 50.16	D	Â
Employee Stock Option (Right to Buy)	Â (3)	09/13/2011	Common Stock	2,616	\$ 85.53	D	Â
Employee Stock Option (Right to Buy)	Â (4)	11/28/2012	Common Stock	35,000	\$ 45.25	D	Â
Employee Stock Option (Right to Buy)	Â (5)	03/06/2015	Common Stock	12,803	\$ 43.45	D	Â
Restricted Stock Units	Â (6)	Â (6)	Common Stock	7,546	\$ (7)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cotton Michael Lester C/O WELLCARE HEALTH PLANS, INC. 8725 HENDERSON ROAD, REN. 1 TAMPA, FL 33634	Â	Â	Â President, South Division	Â

Signatures

/s/ Michael Haber, 06/12/2009
Attorney-in-fact

__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) 7,500 options are vested on the date hereof; and 3,750 options vest on December 5, 2009.
- (2) 1,208 options are vested on the date hereof; 1,209 options vest on July 27, 2009; 1,208 options vest on July 27, 2010; and 1,209 options vest on July 27, 2011.
- (3) 1,308 options are vested on the date hereof; 654 options vest on March 13, 2010; and 654 options vest on March 13, 2011.
- (4) The options vest in full on November 28, 2009.
- (5) 3,200 options are vested on the date hereof; 3,201 options vest on March 6, 2010; 3,201 options vest on March 6, 2011; and 3,201 options vest on March 6, 2012.
- (6) 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.
- (7) 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.

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