

CENTENE CORP  
Form 8-K  
May 05, 2005

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

**Form 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date Of Report (Date Of Earliest Event Reported): 05/03/2005**

**Centene Corporation**

(Exact Name of Registrant as Specified in its Charter)

**Commission File Number: 000-33395**

**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**42-1406317**  
(I.R.S. Employer  
Identification No.)

**7711 Carondelet Avenue, Suite 800, St. Louis, MO 63105**  
(Address of Principal Executive Offices, Including Zip Code)

**314-725-4477**  
(Registrant's Telephone Number, Including Area Code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act(17CFR240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))
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Items to be Included in this Report

**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

(b)Richard P. Wiederhold, a Class III director, has resigned for personal reasons from his position as director. Mr. Wiederhold resigned effective May 3, 2005.

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**Signature(s)**

Pursuant to the Requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the Undersigned hereunto duly authorized.

Centene Corporation

Date: May 05, 2005.

By: /s/ Michael F. Neidorff

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Michael F. Neidorff  
Chairman and CEO