

Behrens Paul L  
 Form 4  
 December 22, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
 Behrens Paul L

2. Issuer Name and Ticker or Trading Symbol  
 WELLCARE HEALTH PLANS, INC. [WCG]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 C/O WELLCARE HEALTH PLANS, INC., 8725 HENDERSON ROAD

3. Date of Earliest Transaction (Month/Day/Year)  
 12/20/2005

\_\_\_\_ Director  
 Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
 Sr. VP, CFO

(Street)  
 TAMPA, FL 33634

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 12/20/2005                           |  | S <sup>(1)</sup>               | 66  | D \$ 41.46  | 9,834  | D                                 |
| Common Stock                    | 12/20/2005                           |  | S                              | 12  | D \$ 41.43  | 9,822  | D                                 |
| Common Stock                    | 12/20/2005                           |  | S                              | 66  | D \$ 41.4   | 9,756  | D                                 |
| Common Stock                    | 12/20/2005                           |  | S                              | 215   | D \$ 41.38  | 9,541  | D                                 |
|                                 | 12/20/2005                           |  | S                              | 6   | D   | 9,535  | D                                 |

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|              |            |  |   |       |   |          |       |   |
|--------------|------------|--|---|-------|---|----------|-------|---|
| Common Stock |            |  |   |       |   | \$ 41.37 |       |   |
| Common Stock | 12/20/2005 |  | S | 18    | D | \$ 41.36 | 9,517 | D |
| Common Stock | 12/20/2005 |  | S | 42    | D | \$ 41.35 | 9,475 | D |
| Common Stock | 12/20/2005 |  | S | 6     | D | \$ 41.34 | 9,469 | D |
| Common Stock | 12/20/2005 |  | S | 72    | D | \$ 41.33 | 9,397 | D |
| Common Stock | 12/20/2005 |  | S | 30    | D | \$ 41.32 | 9,367 | D |
| Common Stock | 12/20/2005 |  | S | 78    | D | \$ 41.31 | 9,289 | D |
| Common Stock | 12/20/2005 |  | S | 1,033 | D | \$ 41.3  | 8,256 | D |
| Common Stock | 12/20/2005 |  | S | 6     | D | \$ 41.27 | 8,250 | D |
| Common Stock | 12/20/2005 |  | S | 16    | D | \$ 41.26 | 8,234 | D |
| Common Stock | 12/20/2005 |  | S | 834   | D | \$ 41.25 | 7,400 | D |

|              |  |  |  |  |  |  |         |   |  |
|--------------|--|--|--|--|--|--|---------|---|--|
| Common Stock |  |  |  |  |  |  | 379,187 | I | Paul L Behrens & Robert H Waltuch Trustees Paul L Behrens 2005 Short Term Trust <u>(2)</u> |
|--------------|--|--|--|--|--|--|---------|---|--|

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

**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.**

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(9-02)

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

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. Nu |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|-------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|-------|

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| (Instr. 3) | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | Securities<br>(Instr. 3 and 4) | (Instr. 5) | Beneficial<br>Ownership<br>Following<br>Reported<br>Transaction<br>(Instr. 5) |
|------------|------------------------------------|------------------|------------|---|--------------------------------|------------|---|
| Code       | V                                  | (A)              | (D)        | Date<br>Exercisable   | Expiration<br>Date             | Title      | Amount<br>or<br>Number<br>of<br>Shares  |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

Behrens Paul L  
C/O WELLCARE HEALTH PLANS, INC.  
8725 HENDERSON ROAD  
TAMPA, FL 33634

Sr. VP, CFO

## Signatures

/s/ Thaddeus Bereday,  
Attorney-in-fact

12/22/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) Planned sale pursuant to the Reporting Person's Rule 10b5-1 trading plan.
- (2) In December 2005 the Reporting Person transferred 379,187 shares of the Issuer's common stock into an irrevocable short term trust of which the Reporting Person is a co-trustee.

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.