

FO7 000005359

(Requestor's Name)

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(City/State/Zip/Phone #)

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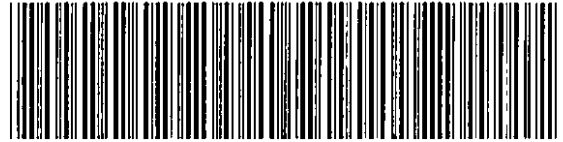
(Business Entity Name)

(Document Number)

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CLERK OF STATE
TALLAHASSEE, FL

2023 AUG -3 AM 10:22

FILED

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: American Enterprise Services Company Name Change

Name of Corporation

DOCUMENT NUMBER: F07000005359

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Nikki Else

Name of Contact Person

Wellabe Services Company

Firm/Company

601 6th Ave.

Address

Des Moines, IA 50309

City/State and Zip Code

legalnotice@wellabe.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Nikki Else

515

695-2288

at ()

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FILED
2023 AUG -3 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FL

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F07000005359

(Document number of corporation (if known))

1. American Enterprise Services Company

(Name of corporation as it appears on the records of the Department of State)

2. Iowa

3. 10/26/2007

(Incorporated under laws of)

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 6/24/23

5. Wellabe Services Company

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent _____

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

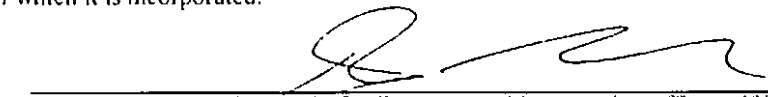
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STATE OF FLORIDA
TALLAHASSEE, FL

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
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_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove

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 SECRETARY OF STATE
 TALLAHASSEE, FL

10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



 (Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)
Eric Newman
 (Typed or printed name of person signing)

General Counsel, Secretary
 (Title of person signing)

FILING FEE \$35.00

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

490 DP-279517
WELLABE SERVICES COMPANY
NICOLE ELSE
601 6TH AVE .
DES MOINES, IA 50309



IOWA

No: W01384397
Date: 06/07/2023

SECRETARY OF STATE

490 DP-279517
WELLABE SERVICES COMPANY

ACKNOWLEDGEMENT OF DOCUMENT FILED

The Secretary of State acknowledges receipt of the following document:

Restated Articles

The document was filed on Jun 6 2023 12:31PM, to be effective as of Jun 24 2023 12:01AM.

The amount of \$50.00 was received in full payment of the filing fee.



PAUL D. PATE SECRETARY OF STATE

Amended and Restated Articles of Incorporation of American Enterprise Services Company

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

Pursuant to the provisions of Section 1007 of the Iowa Business Corporation Act, the undersigned corporation adopts the following Amended and Restated Articles of Incorporation effective June 24, 2023:

1. The name of the corporation is American Enterprise Services Company.
2. The text of the Amended and Restated Articles of Incorporation is as follows:

ARTICLE I

The name of the corporation is Wellabe Services Company.

ARTICLE II

The corporation is continuing its corporate existence which commenced upon its incorporation in 1999, under Iowa law as The Americare Corporation in 2003, and continued through its prior name changes up its current name as of 2006, American Enterprise Services Company. These Restated Articles shall be construed as a substitute for all prior articles of incorporation and all amendments thereto.

ARTICLE III

The registered office of the Corporation is located at 601 6th Avenue in the City of Des Moines, County of Polk, State of Iowa. The name of the registered agent at that office is Thomas A. Swank.

ARTICLE IV

The principal place of business of the Corporation shall be located at 601 6th Avenue in the City of Des Moines, County of Polk, State of Iowa.

ARTICLE V

The corporation shall have perpetual duration.

ARTICLE VI

The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be organized under the Iowa Business Corporation Act.

ARTICLE VII

The aggregate number of shares of stock which the corporation is authorized to issue is One Hundred (100,000) shares of common stock without par value. The common stock shall have unlimited voting rights and shall be entitled to the net assets of the corporation upon dissolution.

ARTICLE VIII

The affairs of the Corporation shall be managed by a board of directors consisting of not less than five (5) nor more than twenty-one (21) directors. The total number of directors of the Corporation shall be divided into three classes, as nearly equal numerically as possible, determined by terms expiring in successive years. Each director shall serve a term of approximately three (3) years, except where it is necessary to fix a shorter term in order to establish or preserve the classification. The term of office of each director shall begin at the annual meeting of the shareholders of the Corporation at which such director is elected or at the time elected by the board of directors. No decrease in the number of directors shall shorten the term of any incumbent director. Each director shall serve until a successor is duly elected and qualified, or until his or her earlier death, resignation, removal or termination of office. The total number of directors of the Corporation shall be as determined in accordance with the bylaws of the Corporation.

The following persons, who constitute the present board of directors of the Corporation, shall continue to serve as directors for a term expiring at the annual meeting of shareholders in the year designated below and until their successors are elected and qualified or until the earlier of their death, resignation, removal, or termination from office:

<u>Name</u>	<u>Term Expires</u>
Sara E. Lehan	2024
Scott M. Haugh	2024
Thomas A. Swank	2025
Jeffrey S. Harms	2026
David J. Keith	2026

ARTICLE IX

A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for any action taken, or any failure to take any action, as a director, except liability for any of the following: (1) the amount of a financial benefit received by a director to which the director is not entitled; (2) an intentional infliction of harm on the Corporation or the shareholders; (3) a violation of Section 833 of the Iowa Business Corporation Act; or (4) an intentional violation of criminal law. If the Iowa Business Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a

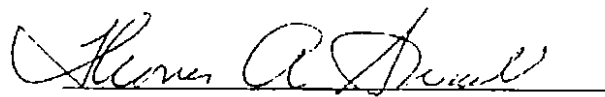
director of the Corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the extent of such amendment, automatically and without any further action, to the maximum extent permitted by law. Any repeal or modification of this article by the shareholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the personal liability or any other right or protection of a director of the Corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

ARTICLE X

The Corporation shall indemnify a director or officer for liability (as such term is defined in Section 850(3) of the Iowa Business Corporation Act) to any person for any action taken, or any failure to take any action, as a director or officer, except liability for any of the following: (1) receipt of a financial benefit by a director or officer to which the director or officer is not entitled; (2) an intentional infliction of harm on the Corporation or the shareholders; (3) a violation of Section 833 of the Iowa Business Corporation Act; or (4) an intentional violation of criminal law. Without limiting the foregoing, the Corporation shall exercise all of its permissive powers as often as necessary to indemnify and advance expenses to its directors and officers to the fullest extent permitted by law. If the Iowa Business Corporation Act is hereafter amended to authorize broader indemnification, then the indemnification obligations of the Corporation shall be deemed amended automatically and without any further action to require indemnification and advancement of funds to pay for or reimburse expense of its directors and officers to the fullest extent permitted by law. Any repeal or modification of this Article by the shareholders of the Corporation shall be prospective only and shall not adversely affect any limitation on the personal liability or any other right or protection of a director of the Corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

Dated: May 24, 2023

AMERICAN ENTERPRISE SERVICES COMPANY

A handwritten signature in dark ink, appearing to read "Thomas A. Swank", is written over a horizontal line.

Thomas A. Swank

President and Chief Executive Officer

Certificate of Amended and Restated Articles of Incorporation of American Enterprise Services Company

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

Pursuant to the provisions of Section 1007 of the Iowa Business Corporation Act (the "Iowa Act"), the undersigned corporation adopts the following Amended and Restated Articles of Incorporation (the "Restated Articles").

1. The Restated Articles are being filed with the Iowa Secretary of State to effectuate the corporation's name change from American Enterprise Services Company to Wellabe Services Company.
2. The text of the Restated Articles is attached hereto, which consolidates all amendments into a single document.
3. The Restated Articles supersede the Articles of Incorporation of the Corporation as filed with the Iowa Secretary of State on May 9, 2003 (the "Current Articles") and all previous versions of the Company's articles of incorporation and all amendments thereto.
4. The Restated Articles amend the Current Articles and were duly approved by the shareholders of the Corporation in the manner required by the Iowa Act and the Current Articles.
5. The effective time and date of the Restated Articles is 12:01 a.m., Central Time, on June 24, 2023.

Dated: May 24, 2023

AMERICAN ENTERPRISE SERVICES COMPANY



Thomas A. Swank
President and Chief Executive Officer

FILED
IOWA
SECRETARY OF STATE

6-6-23
12:31 PM
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