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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**South Florida Accountable Care Organization, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	03
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RECEIVED  
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J. Shivers OCT 12 2011

**ARTICLES OF INCORPORATION  
OF  
SOUTH FLORIDA ACCOUNTABLE CARE ORGANIZATION, INC.**  
A Florida Not-For-Profit Corporation

These Articles of Incorporation are signed and acknowledged by the incorporator for the purpose of forming a not-for-profit corporation under the provisions of Chapter 617 of the Florida Statutes known as the Florida Not-For-Profit Corporation Act, as follows:

**ARTICLE I**  
**NAME**

The name of the corporation (the "Corporation") is South Florida Accountable Care Organization, Inc.

**ARTICLE II**  
**ADDRESS**

The principal place of business of the Corporation is 1200 South Pine Island Road Plantation, Florida 33324. The mailing address of the Corporation is 1445 Ross Avenue Suite 1400, Dallas, Texas 75202.

**ARTICLE III**  
**PURPOSE**

By way of explanation and not of limitation, the purposes for which the Corporation is organized are to: (i) serve as an accountable care organization; (ii) receive and distribute shared savings; (iii) repay shared losses; (iv) in the event that Corporation enters into a contract with the Centers for Medicare and Medicaid Services to participate in the Medicare Shared Savings Program ("SSP"), carry out such functions as necessary to participate in the SSP; (v) enter into managed care arrangements with public and private third-party payors; and (vi) in general, to exercise any, all and every power for which a not-for-profit corporation under the Florida Not-For-Profit Corporation Act can be authorized to exercise in furtherance of such purposes.

**ARTICLE IV**  
**DIRECTORS**

The number of Directors of the Corporation shall be set forth in the Bylaws of the Corporation. Except as may otherwise be provided in these Articles of Incorporation, the requirements for membership on the Corporation's Board of Directors and the manner of election or appointment of the Directors of the Corporation shall be prescribed by the Bylaws of the Corporation.

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ARTICLE V  
REGISTERED AGENT

The initial registered office is located c/o CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324, and at such address is the initial registered agent.

ARTICLE VI  
INCORPORATOR

The name and address, including street and number, of the incorporator is as follows:

Kristina A. Mack  
1445 Ross Avenue, Suite 1400  
Dallas, Texas 75202

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Connie Bryan  
Connie Bryan Assistant Secretary 10-10-11  
Required Signature of Registered Agent Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Kristina A. Mack  
Kristina A. Mack, Incorporator 10-10-11  
Date

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