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FLORIDA PROFIT/NON PROFIT CORPORATION
CONSUMER PARADIGMS IN HEALTH, INC.

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Electronic Filing Menu

Corporate Filing Menu

Help DEC 3 2012

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Not For Profit Corporation Articles of Incorporation

CONSUMER PARADIGMS IN HEALTH, Inc.

The undersigned incorporator hereby submits these Not For Profit Corporation Articles of Incorporation to the Florida Department of State, Division of Corporations pursuant to Chapter 617, Florida Statutes (F.S.) in order to form a nonprofit member corporation pursuant thereto.

Article I. NAME

The name of the corporation is CONSUMER PARADIGMS IN HEALTH, Inc.

Article II. PRINCIPAL OFFICE

The address of the corporation's principal office is:

665 Lakeshore Drive
Eustis, FL 32726

Article III. PURPOSE

The purposes for which the corporation is organized are as follows:

- (a) to apply for and obtain start-up and solvency loans under section 1322 of the federal Patient Protection and Affordable Care Act of 2010, as now in effect or as may be amended (the "ACA"), and to become a qualified nonprofit health insurance issuer thereunder;
- (b) to become a domestic nonprofit mutual insurance company authorized to offer health (disability) insurance in Florida under the Florida Insurance Code and the Florida Not For Profit Corporation Act, each as now in effect or as may be amended, and to become qualified to offer its plans in other states as the corporation's board of directors and/or members may determine;
- (c) to facilitate, through the design, pricing and marketing of its health insurance plans, improvements in the delivery and availability of healthcare that is affordable, coordinated and responsive to the needs of consumers;
- (d) to facilitate, through the education of the public as to the benefits of Consumer Oriented and Operated Plans generally, improvements in the delivery and availability of healthcare that is affordable, coordinated and responsive to the needs of consumers; and

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(c) to do any and all other lawful things that a Florida nonprofit corporation may do, whether or not incidental to the foregoing, in furtherance of any charitable, benevolent or educational purposes that are consistent with the Florida Insurance Code, the Florida Not For Profit Corporation Act, the ACA, and Sections 501(c)(3) and/or 501(c)(29) of the Internal Revenue Code of 1986, in each case as now in effect or as may be amended, and any other applicable law.

Article IV. MANNER OF ELECTION

The manner in which the directors are elected and appointed is by the members of the corporation in accordance with the terms therefor set forth in the bylaws as in effect from time to time.

Article V. INITIAL OFFICERS AND/OR DIRECTORS

Each of the individuals named below serves on the initial board of directors of the corporation and holds the office (if any) set forth opposite his or her name:

Gary L. Simmons - President
1665 Lakeshore Drive
Eustis Florida 32726

Deborah Rogers - Secretary
776 S. Village Circle
Tampa Florida 33606

Charles A. Kirkham
5554 Swift Road
Sarasota Florida 34233

Article VI. REGISTERED AGENT

The name of the corporation's registered agent is NRAI Services, Inc. and the address of the corporation's registered office is:

515 East Park Avenue
Tallahassee, Florida 32301
Attn.: NRAI Services, Inc.

Article VII. INCORPORATOR

The name and address of the corporation's Incorporator are:

Joan Moritz
2226 Pinchurst Drive
Glenview, Illinois 60025

H12000281617 3

H12000281617 3

Article VIII. MEMBERS

Each individual who serves as a director of the corporation shall be a member of the corporation until the time that the corporation first provides health insurance coverage to any person under any of its health insurance plans (the "Coverage Date"). From and after the Coverage Date, all policyholders and other individuals insured under any health insurance plan offered by the corporation who are at least 18-years of age and of sound mind shall be members of the corporation (for so long as they remain policyholders and other insureds).

Each member shall have one vote as to all matters properly brought before the members for consideration. Members shall have the right to inspect the books and records of the corporation upon the showing of a proper business purpose in accordance with applicable law, subject, however, to such confidentiality protections as are reasonably required by the board of directors of the corporation as a condition to the release of proprietary, commercial or other confidential information concerning the corporation or its business and affairs.

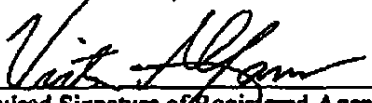
Article IX. DISTRIBUTIONS ON DISSOLUTION

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) or 501(c)(29) of the Internal Revenue Code of 1986, as now in effect or as may be amended, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of as may be required under the Florida Insurance Code, the Florida Not For Profit Corporation Act or the ACA, in each case as now in effect or as may be amended, and any other applicable law.

* * *

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.

By: NRAI Services, Inc.


Required Signature of Registered Agent
Victor Alfano, Assistant Secretary

11/30/2012

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.


Joan Moritz
Required Signature of Incorporator

November 30, 2012
Date

H12000281617 3