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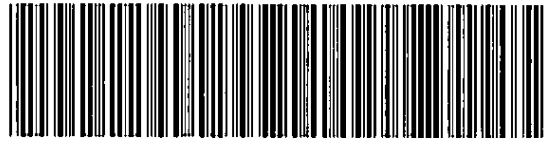
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N. CULLIGAN

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# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312  
850-656-4724

Date: 10/26/2020

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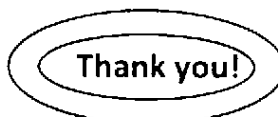
Name:	FLORIDA ESSENTIAL HEALTHCARE PARTNERSHIPS FOUNDATION, INC.
Document #:	
Order #:	13323527

Certified Copy of Arts & Amend:	<input type="checkbox"/>			
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**ARTICLES OF INCORPORATION  
OF  
FLORIDA ESSENTIAL HEALTHCARE PARTNERSHIPS FOUNDATION, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FL

In compliance with Chapter 617, F.S., (Not for Profit)

**Article I:** The name of the Corporation is Florida Essential Healthcare Partnerships Foundation, Inc. (hereinafter the "Corporation").

**Article II:** The principal street address of the Corporation is 401 W. 15th Street, Suite 840 Austin, TX 78701.

**Article III:** The address of the initial registered office of the Corporation in the State of Florida is 1200 South Pine Island Road, Plantation, Florida, 33324. The name of the Corporation's initial registered agent, whose business office is identical with such registered office, is CT Corporation System.

**Article IV:** The Corporation shall not have members.

**Article V:** The Corporation is organized and will be operated exclusively to engage in any lawful activity for which not for profit corporations may be organized under the laws of the State of Florida and which is in furtherance of charitable, educational, and promotion of health purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described in section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future federal tax code. Within the scope of the foregoing purposes, the Corporation is organized and operated exclusively for the benefit of, to perform the functions of, and to carry out the exempt purposes described in Section 501(c)(3) of the Code of Florida Essential Healthcare Partnerships, Inc., a Florida not for profit corporation that is organized and operated exclusively for social welfare purposes within the meaning of Section 501(c)(4) of the Code.

**Article VI:** The manner in which the directors of the Corporation are elected and appointed shall be as set forth in the Bylaws of the Corporation. In no event shall there be fewer than three (3) directors.

**Article VII:** The initial directors of the Corporation are:

Kariher, Jules A., 401 W. 15th Street, Suite 840, Austin, TX 78701.  
Morgan, Merrick S., 401 W. 15th Street, Suite 840, Austin, TX 78701.  
Cochran, Webb M., 401 W. 15th Street, Suite 840, Austin, TX 78701.

**Article VIII:** The number of directors constituting the board of directors shall be as set forth in the Bylaws of the Corporation, but shall be no fewer than three.

**Article IX:** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Code.

**Article X:** The Corporation shall indemnify its directors and officers to the fullest extent permitted by the Florida Not For Profit Corporation Act, as the same exists or may hereafter be amended.

**Article XI:** Upon the dissolution of the Corporation, its assets shall be distributed to an organization described in section 501(c)(3) of the Code for such exempt purposes within the meaning of section 501(c)(3) as the Corporation shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**Article XII:** The name and address of the incorporator is:

Thomas K. Hyatt, Esq.  
Dentons US LLP  
1900 K Street, NW  
Washington, DC 20006  
tom.hyatt@dentons.com

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.



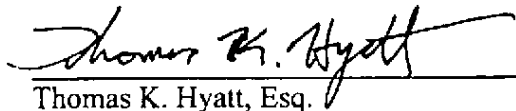
Candice Pignataro, Asst. Secretary

Signature of Registered Agent

10/23/2020

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.



Thomas K. Hyatt, Esq.  
Incorporator

10/23/20

Date

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