

P03000084455

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

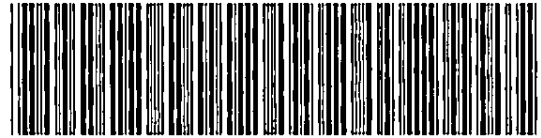
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200304439132

10/12/17--01:14--000 \*\*35.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

OCT 12 P 1:55

FILED

OCT 13 2017

nc

October 11, 2017

19132-0001

**VIA FEDERAL EXPRESS**

Florida Department of State  
Amendment Section, Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Articles of Amendment for Vista Hill Holdings, Inc.

To Whom It May Concern:

Please find enclosed the requisite cover letter, articles of amendment and Action of Class A Shareholders and Directors of Vista Hill Holdings, Inc. which will change the name of the above-referenced entity to "Keystone Healthcare Holdings, Inc." Also enclosed is a firm check in the amount of \$35.00 for the filing fee.

Please do not hesitate to contact me at (662)842-7907 if you have any questions or concerns.

Sincerely,



Lesley D. Tackitt  
Paralegal to Jeffrey Moore

LDT  
Enclosures

Articles of Amendment  
to  
Articles of Incorporation  
of

Vista Hill Holdings, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

P03000084455

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

Keystone Healthcare Holdings, Inc.

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

**B. Enter new principal office address, if applicable:**

(Principal office address MUST BE A STREET ADDRESS)

**C. Enter new mailing address, if applicable:**

(Mailing address MAY BE A POST OFFICE BOX)

**D. 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

FILED  
2017 OCT 12 P 1:55  
TALLAHASSEE, FLORIDA

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

(Attach additional sheets, if necessary). (Be specific)

(if not applicable, indicate N/A)

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

by \_\_\_\_\_"  
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated October 11, 2017

Signature

Andrew M. Portelli

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Andrew M. Portelli

\_\_\_\_\_  
(Typed or printed name of person signing)

President

\_\_\_\_\_  
(Title of person signing)

**ACTION OF CLASS A SHAREHOLDERS AND DIRECTORS  
OF VISTA HILL HOLDINGS, INC. WITHOUT MEETING**

October 11, 2017

Pursuant to Sections 607.0704 and 607.0821 of the Florida Business Corporation Act, the undersigned, being all of the Class A shareholders and directors of Vista Hill Holdings, Inc. (the "**Corporation**") consent to the following action without the necessity of a meeting:

**WHEREAS**, the Corporation was organized through the filing of Articles of Incorporation with the Florida Secretary of State on August 1, 2003 (the "**Articles**"); and

**WHEREAS**, the Corporation now has several subsidiary entities whose names all utilize the word "Keystone"; and

**WHEREAS**, the Class A shareholders and directors desire to amend the Articles so that the Corporation's name is consistent with its subsidiary entities by executing and filing Articles of Amendment changing the name of the Corporation from "Vista Hill Holdings, Inc." to "Keystone Healthcare Holdings, Inc." with the Florida Secretary of State (the "**Amendment**"); and

**WHEREAS**, the Class A shareholders and directors of the Corporation desire to approve the Amendment and to authorize the officers of the Corporation to file the Amendment with the Florida Secretary of State.

**NOW THEREFORE, IT IS...**

**RESOLVED**, that the directors hereby approve and adopt the Amendment and recommend that the shareholders approve and adopt the same.

**RESOLVED FURTHER**, that the shareholders hereby approve, adopt and ratify the Amendment in all respects and the filing of same with the Florida Secretary of State.

**RESOLVED FURTHER**, that the shareholders and directors hereby authorize and direct the officers of the Corporation or their designees to file the Amendment with the Florida Secretary of State.

**RESOLVED FURTHER**, that the shareholders and directors do hereby agree that the name of the Corporation immediately following the filing of the Amendment shall be "KEYSTONE HEALTHCARE HOLDINGS, INC."

**RESOLVED FURTHER**, that the shareholders and directors hereby authorize the officers of the Corporation to take all other actions and execute any and all


other documents which they, in their discretion, deem necessary or desirable to effect the above resolutions.

**RESOLVED FURTHER**, that this Action may be executed and delivered in one or more counterparts, each of which when construed together shall constitute one and the same document.

**[REMAINDER OF THIS PAGE LEFT BLANK INTENTIONALLY]  
[SIGNATURES FOUND ON FOLLOWING PAGE]**



Consented to by all of the Class A shareholders and directors as of the date first written above.



\_\_\_\_\_  
ANDREW M. PORTELLI, Class A Shareholder  
and Director

\_\_\_\_\_  
DONALD DEWHURST, M.D., Director

\_\_\_\_\_  
SANFORD GLANTZ, M.D., Director

\_\_\_\_\_  
GLENN C. ADAMS, Class A Shareholder and  
Director

\_\_\_\_\_  
RONALD DVORKIN, M.D., Director

\_\_\_\_\_  
MARSHALL SILK, D.O., Director

Consented to by all of the Class A shareholders and directors as of the date first written above.

\_\_\_\_\_  
ANDREW M. PORTELLI, Class A Shareholder  
and Director

  
\_\_\_\_\_  
DONALD DEWHURST, M.D., Director

\_\_\_\_\_  
SANFORD GLANTZ, M.D., Director

\_\_\_\_\_  
GLENN C. ADAMS, Class A Shareholder and  
Director

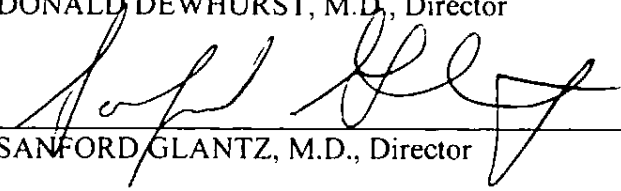
\_\_\_\_\_  
RONALD DVORKIN, M.D., Director

\_\_\_\_\_  
MARSHALL SILK, D.O., Director

Consented to by all of the Class A shareholders and directors as of the date first written above.

\_\_\_\_\_  
ANDREW M. PORTELLI, Class A Shareholder  
and Director

\_\_\_\_\_  
DONALD DEWHURST, M.D., Director

  
\_\_\_\_\_  
SANFORD GLANTZ, M.D., Director

\_\_\_\_\_  
GLENN C. ADAMS, Class A Shareholder and  
Director

\_\_\_\_\_  
RONALD DVORKIN, M.D., Director


\_\_\_\_\_  
MARSHALL SILK, D.O., Director

Consented to by all of the Class A shareholders and directors as of the date first written above.

\_\_\_\_\_  
ANDREW M. PORTELLI, Class A Shareholder  
and Director

\_\_\_\_\_  
DONALD DEWHURST, M.D., Director

\_\_\_\_\_  
SANFORD GLANTZ, M.D., Director

  
\_\_\_\_\_  
GLENN C. ADAMS, Class A Shareholder and  
Director

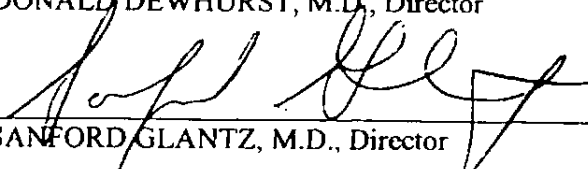
\_\_\_\_\_  
RONALD DVORKIN, M.D., Director

\_\_\_\_\_  
MARSHALL SILK, D.O., Director

Consented to by all of the Class A shareholders and directors as of the date first written above.

\_\_\_\_\_  
ANDREW M. PORTELLI, Class A Shareholder  
and Director

\_\_\_\_\_  
DONALD DEWHURST, M.D., Director

  
\_\_\_\_\_  
SANFORD GLANTZ, M.D., Director

\_\_\_\_\_  
GLENN C. ADAMS, Class A Shareholder and  
Director

  
\_\_\_\_\_  
RONALD DVORKIN, M.D., Director

\_\_\_\_\_  
MARSHALL SILK, D.O., Director

Consented to by all of the Class A shareholders and directors as of the date first written above.

\_\_\_\_\_  
ANDREW M. PORTELLI, Class A Shareholder  
and Director

\_\_\_\_\_  
DONALD DEWHURST, M.D., Director

\_\_\_\_\_  
SANFORD GLANTZ, M.D., Director

\_\_\_\_\_  
GLENN C. ADAMS, Class A Shareholder and  
Director

\_\_\_\_\_  
RONALD DVORKIN, M.D., Director

  
\_\_\_\_\_  
MARSHALL SILK, D.O., Director