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Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 617-6381

**\*RE-SUBMIT\***

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 205-8842  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Sunshine Health Community Solutions, Inc.**

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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11/5/2015 4:47:14 PM From: To: 8506176381( 2/7 )  
850-617-6381 11/5/2015 9:14:07 AM PAGE 1/001 Fax Server



November 5, 2015

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

CT

**\*RE-SUBMIT\***

SUBJECT: SUNSHINE HEALTH COMMUNITY SOLUTIONS, INC  
REF: W15000073044

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We have received your electronically transmitted document. However, the document was submitted under the wrong electronic filing type and cannot be processed by this office.

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Justin M Shivers  
Regulatory Specialist II  
Registration/Qualification Section

FAX Aud. #: H15000263740  
Letter Number: 515A00023420

**ARTICLES OF INCORPORATION**  
**OF**  
**SUNSHINE HEALTH COMMUNITY SOLUTIONS, INC.**

**A Florida Corporation**

**ARTICLE I**

**NAME**

The name of this corporation is **SUNSHINE HEALTH COMMUNITY SOLUTIONS, INC.** and its mailing address is c/o Centene Corporation, 7700 Forsyth Boulevard, St. Louis, MO 63105.

**ARTICLE II**

**NATURE OF BUSINESS**

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States, and the State of Florida.
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

**ARTICLE III**

**TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

15 NOV -4 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$.001 par value common stock, which shall be designated "common shares".

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the initial registered agent of this Corporation at that address is CT Corporation System.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have three (3) initial directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The addresses of the directors of this Corporation are c/o Centene Corporation, 7700 Forsyth Boulevard, St. Louis, MO 63105.

Keith Williamson, Jeff Schwaneke, and Chris Paterson

ARTICLE VII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the rights to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

## ARTICLE VIII

### LIMITATION ON DIRECTOR LIABILITY

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Corporation Act (the "FBCA"), or (iv) for any transaction from which such director derives an improper personal benefit. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article VIII shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

## ARTICLE IX

### INDEMNIFICATION

This corporation shall indemnify and may advance expenses to any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

## ARTICLE X

### INCORPORATOR

The name of the Incorporator is Craig Smith and the address of the Incorporator is c/o Hogan Lovells US LLP, 600 Brickell Avenue, Suite 2700, Miami, FL 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 4th day of November, 2015.

  
Craig Smith, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON  
WHOM PROCESS MAY BE SERVED**

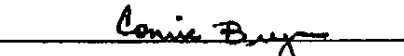
**WITNESSETH**

That SUNSHINE HEALTH COMMUNITY SOLUTIONS, INC. desiring to organize under the laws of the State of Florida, has named C T Corporation System as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607-0505, Florida Statutes.

Dated this 4th day of November, 2015.

  
Connie Bryan  
Assistant Secretary