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2023-04-24 12:58:36 EDT

Holland & Knight LLP

From: Diaz, Esmeralda (MIA - X22275)

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FIRST AMENDMENT TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
DOCTORS HEALTHCARE PLANS, INC.

The Articles of Incorporation of Doctors Healthcare Plans, Inc., a Florida corporation (the "Corporation"), filed with the Division of Corporations of the Florida Department of State on January 25, 2017, as amended and restated on August 24, 2017 (the "Amended and Restated Articles of Incorporation"), are hereby amended pursuant to Fla. Stat. §607.1003, as set forth in this First Amendment to Amended and Restated Articles of Incorporation (this "Amendment").

FIRST: The name of the Corporation is Doctors Healthcare Plans, Inc. and its document number on file with the Division of Corporations of the Florida Department of State is P17000008340.

SECOND: The Amended and Restated Articles of Incorporation of the Corporation are hereby amended by deleting the first sentence of Article Sixth as it now exists and inserting in lieu thereof a new first sentence in Article Sixth reading as follows:

"The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) 90,000,000 shares of Class A Common Stock, \$0.01 par value per share ("Class A Common Stock"), (ii) 10,000,000 shares of Class B Common Stock, \$0.01 par value per share ("Class B Common Stock," and together with the Class A Common Stock, the "Common Stock"), and (iii) 20,092,593 shares of Preferred Stock, \$0.01 par value per share ("Preferred Stock")."

THIRD: The effective date and time of this Amendment shall be the date and time it is filed with the Division of Corporations of the Florida Department of State.

FOURTH: The Amended and Restated Articles of Incorporation shall remain in full force and effect except as expressly modified by this Amendment.

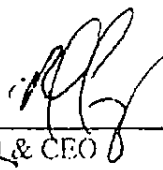
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The foregoing Amendment to Amended and Restated Articles of Incorporation was duly adopted by the Board of Directors of the Corporation and was approved by the requisite vote of the Corporation's shareholders following recommendation by the Board of Directors. Accordingly, the Corporation has caused this Amendment to its Amended and Restated Articles of Incorporation to be executed by its duly authorized officer this 24th day of April, 2023.

DOCTORS HEALTHCARE PLANS, INC.

By:



President & CEO

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