

PI8000023251

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

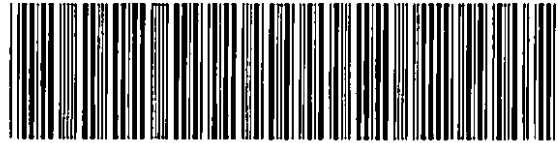
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer.

Office Use Only



300308351903

03/14/18--01002--001 **87.50

RECEIVED
2018 MAR 13 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
2018 MAR 13 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Devoted Health Insurance Company

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☒ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Nicholas Paquette

Name (Printed or typed)

106 E College Ave, STE 900

Address

Tallahassee, Florida 32301

City, State & Zip

850-513-3365

Daytime Telephone number

npaquette@foley.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

APPROVED

MAR 13 2018

ARTICLES OF INCORPORATION

Docketed by: mk

OF

DEVOTED HEALTH INSURANCE COMPANY

The undersigned incorporators, pursuant to Chapters 607 and 628, Florida Statutes, adopt these Articles of Incorporation of Devoted Health Insurance Company, a stock insurer.

**ARTICLE I
ORGANIZATION**

The Corporation is a company organized under Chapter 607, the Florida Business Corporation Act.

**ARTICLE II
NAME**

The name of the Corporation shall be Devoted Health Insurance Company (the "Corporation").

**ARTICLE III
EFFECTIVE DATE**

The effective date of these Articles of Incorporation shall be the date of filing

**ARTICLE IV
PRINCIPAL OFFICE**

The address of the Principal Office and the mailing address of the Corporation is 3350 SW 148th Ave., Suite 110, Miramar, Broward County, FL 33027. The location of the Principal Office and the mailing address shall be subject to change as may be provided in the Bylaws.

**ARTICLE V
PURPOSE**

The purpose of the Corporation is to engage in the business of life and health insurance and any other activity or business now or hereafter permitted under the laws of the United States and of the State of Florida. The Corporation shall exist perpetually.

**ARTICLE VI
STOCK**

The total number of shares of capital stock which the Corporation shall have the authority to issue shall be 10,000,000.00 shares, all of which shares shall be denominated "Common Stock," having a par value of \$1.00 per share. Pursuant to Section 628.121, Florida Statutes, the

FILED
2018 MAR 13 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporation shall maintain capital and surplus in an amount sufficient to comply with Sections 624.407 and 624.408, Florida Statutes, and other applicable provisions of the Florida Insurance Code, as may be amended from time to time.

ARTICLE VII SHAREHOLDERS

A majority of the shares of Common Stock of the Corporation shall be owned at all times, either directly or indirectly through one or more intermediate holding companies, by Devoted Health, Inc. ("Devoted").

For the purposes of this Article, a "majority of the shares of Common Stock of the Corporation" shall be defined as no less than 51% of the shares of Common Stock of the Corporation.

ARTICLE VIII INITIAL REGISTERED AGENT AND OFFICE

Pursuant to Section 624.422, Florida Statutes, as amended from time to time, the Corporation's registered agent shall be the Chief Financial Officer of the State of Florida, whose address at the time of adoption of these Articles is as follows:

Chief Financial Officer
P.O. Box 6200 (32314-6200)
200 E. Gaines St
Tallahassee, FL 32399

ARTICLE IV DIRECTORS

The number of Directors of the Corporation shall be no fewer than five (5), a majority of whom must be citizens of the United States. The Directors of the Corporation shall be elected by the shareholders as provided in the Bylaws and shall hold their offices for such period as the Bylaws shall establish, or until their successors are duly elected and qualified; provided, however, that the term of office of the initial directors shall not be for more than one year after the date of incorporation.

ARTICLE X INDEMNIFICATION

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE XI
SHAREHOLDER ACTION WITHOUT A MEETING**

Any action required or permitted by Florida law to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote if the action is taken by the holders of outstanding stock of each voting group entitled to vote thereon having not less than the minimum number of votes with respect to each voting group that would be necessary to authorize or take such action at a meeting at which all voting groups and shares entitled to vote thereon were present and voted.

**ARTICLE XII
INCORPORATORS**

The names and residence street addresses of the incorporators, all of whom are over the age of eighteen, all of whom are United States citizens are:

Name	Address
Todd Park 	26541 Purissima Road Los Altos Hills, CA 94022
Ed Park 	15 Temple Street Newton, MA 02465
Jeremy Delinsky 	2 Kipling Road Wellesley, MA 02481
Daniel Quintana 	851 SW 191 st Pembroke Pines, Florida 33029
Lawrence Henry 	53 Johnson Road Fairmouth, ME 04105

(Execution page follows)

IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal this 14 day of February, 2018.

Lawrence Henry

STATE OF MA
COUNTY OF Middlesex

BEFORE ME, the undersigned authority, personally appeared Lawrence Henry, who acknowledged to me that he executed the foregoing Articles of Incorporation voluntarily and for the purpose therein expressed.

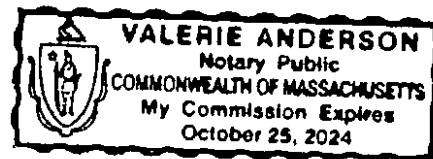
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of February, 2018.

Valerie Anderson


NOTARY PUBLIC

My Commission Expires:

(Seal)



IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal this 14 day of February, 2018.



Todd Park

STATE OF MA
COUNTY OF Middlesex

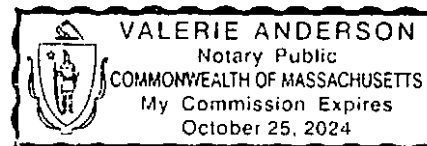
BEFORE ME, the undersigned authority, personally appeared Todd Park, who acknowledged to me that he executed the foregoing Articles of Incorporation voluntarily and for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of February, 2018.

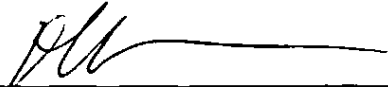


NOTARY PUBLIC
My Commission Expires:

(Seal)



IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal this 14 day of February, 2018.



Ed Park

STATE OF MA
COUNTY OF Middlesex

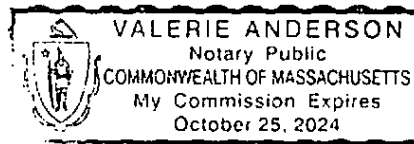
BEFORE ME, the undersigned authority, personally appeared Ed Park, who acknowledged to me that he executed the foregoing Articles of Incorporation voluntarily and for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of February, 2018.

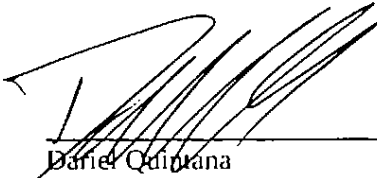


NOTARY PUBLIC
My Commission Expires:

(Seal)



IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal this 14 day of February, 2018.

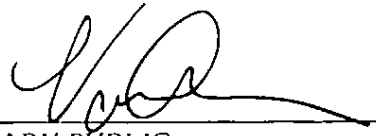


Daniel Quintana

STATE OF MA
COUNTY OF Middlesex

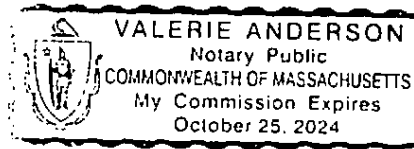
BEFORE ME, the undersigned authority, personally appeared Daniel Quintana who acknowledged to me that he executed the foregoing Articles of Incorporation voluntarily and for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of February, 2018.

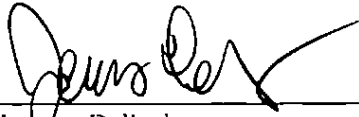


NOTARY PUBLIC
My Commission Expires:

(Seal)



IN WITNESS WHEREOF, the incorporator has hereunto set his hand and seal this 14 day of February, 2018.



Jeremy Delinsky

STATE OF MA
COUNTY OF Middlesex

BEFORE ME, the undersigned authority, personally appeared Jeremy Delinsky, who acknowledged to me that he executed the foregoing Articles of Incorporation voluntarily and for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of February, 2018.

(Seal)



NOTARY PUBLIC
My Commission Expires:

