

P18 0000 23251

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

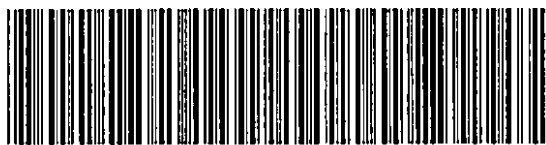
(Business Entity Name)

(Document Number)

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STATE OF NEW YORK

2020 JUN 29 PM 5:12

C GOLDEN
FEB 25 2020

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Devoted Health Insurance Company

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Paul Jernigan	_____
Name of Contact Person	_____
Devoted Health	_____
Firm/ Company	_____
221 Crescent Street, Suite 202	_____
Address	_____
Waltham, MA 02453	_____
City/ State and Zip Code	_____
ikim@devoted.com	_____
E-mail address: (to be used for future annual report notification)	_____

For further information concerning this matter, please call:

Paul Jernigan	_____	at (<u>346</u>)	<u>236-4999</u>
Name of Contact Person	_____				Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|---|---|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

DEVOTED HEALTH INSURANCE COMPANY

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

2022 11 29 PM 5:12

P18000023251

(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:

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**)

3350 SW 148th Avenue, Suite 110

Miramar, FL 33027

Attn: Legal Department

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

221 Crescent Street, Suite 202

Waltham, MA 02453

Attn: Legal Department

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

Check if applicable

☐ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (e), F.S.

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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> 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) <u> </u> Change	<u>S</u>	<u>Paul Jernigan</u>	<u>3350 SW 148th Avenue, Suite 110</u>
<u>X</u> <u> </u> Add			<u>Miramar, FL 33027</u>
<u> </u> Remove			
2) <u> </u> Change	<u>T</u>	<u>Adam Thackery</u>	<u>3350 SW 148th Avenue, Suite 110</u>
<u>X</u> <u> </u> Add			<u>Miramar, FL 33027</u>
<u> </u> Remove			
3) <u> </u> Change	<u>T</u>	<u>Lawrence Henry</u>	<u>3350 SW 148th Avenue, Suite 110</u>
<u> </u> Add			<u>Miramar, FL 33027</u>
<u>X</u> <u> </u> Remove			
4) <u>X</u> <u> </u> Change	<u>COO</u>	<u>Jeremy Delinsky</u>	<u>3350 SW 148th Avenue, Suite 110</u>
<u> </u> Add			<u>Miramar, FL 33027</u>
<u> </u> Remove			
5) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
6) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			

F. If amending or adding additional Articles, enter change(s) here:
(Attach additional sheets, if necessary). (Be specific)

The total number of shares of capital stock which the Corporation shall have the authority to issue shall be 1,000,000 shares,
all of which shares shall be denominated "Common Stock," having a par value of \$0.0001 per share. Pursuant to Section
628.121, Florida Statutes, the 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.

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares,
provisions for implementing the amendment if not contained in the amendment itself:**
(if not applicable, indicate N/A)

Pursuant to a resolution by the Board of Directors of the Company, affirmed by unanimous vote of the Shareholders of the
Company, the Company authorized a 10,000:1 reverse stock split effective as of January 22, 2020. The effect of which
reduced the total number of shares from 10,000,000, par value of \$1.00 per share, to 1,000 shares, par value \$0.0001 per share

January 22, 2020

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 incorporators, or board of directors without shareholder action and shareholder action was not required.
- ☒ 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)"

Dated _____

Signature 
Adam Thackery (Jan 22, 2020)

(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)

Adam Thackery

(Typed or printed name of person signing)

TREASURER

(Title of person signing)