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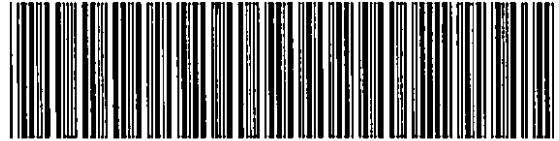
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Profit
Art. & Incorp.
06/19/18

oscar

Oscar Insurance Company of Florida
295 Lafayette St. 6th floor
New York, NY 10012

Florida Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

June 19, 2018

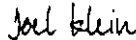
Re: Dissolution of Oscar Insurance Company of Florida
Document Number P18000041866

To Whom It May Concern:

I am the Chief Policy and Strategy Officer of Oscar Insurance Company of Florida ("Oscar-FL") and I am authorized to provide this letter. Oscar-FL is hereby filing Articles of Dissolution. Oscar-FL has no intention of revoking such dissolution and hereby releases the name "Oscar Insurance Company of Florida."

Sincerely,

DocuSigned by:



BE320267344A4F6

Joel Klein

JUN 19 2018

Approved
[Signature]

LEGAL SERVICES OFFICE

**ARTICLES OF INCORPORATION
OF
OSCAR INSURANCE COMPANY OF FLORIDA**

WHEREAS, the incorporators of Oscar Insurance Company of Florida (the "Company" or the "Corporation") desire, in order to conduct business as a Florida domestic insurance company, to adopt these Articles of Incorporation.

NOW, THEREFORE, for the reasons and purposes stated above, the Company hereby adopts these Articles of Incorporation as follows (these "Articles").

**ARTICLE ONE
NAME**

The name of the Corporation is OSCAR INSURANCE COMPANY OF FLORIDA.

**ARTICLE TWO
DURATION**

The period of its duration is perpetual.

**ARTICLE THREE
PURPOSE**

The purpose of the Corporation shall be (i) to write life, accident and health insurance; (ii) to accept and to cede reinsurance of any such risks or hazards; and (iii) to engage in any lawful act or activity for which corporations may be organized under the Laws of the State of Florida.

**ARTICLE FOUR
POWERS**

The Company shall have all of the common-law and statutory power of a corporation for profit under the laws of Florida, except as expressly limited or restricted by the terms of these Articles or the Bylaws, and all of the powers and duties reasonably necessary to operate the Company pursuant to the Bylaws, as they may be amended from time to time.

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STATE OF FLORIDA
TALLAHASSEE

**ARTICLE FIVE
CAPITALIZATION**

The Corporation shall be authorized to issue One Hundred Thousand shares of stock with a par value of \$1.00 each, amounting in the aggregate to One Hundred Thousand Dollars (\$100,000). All of such shares shall be common stock of the Corporation. Unless specifically provided otherwise herein or in the Bylaws of the Corporation, the holders of such shares shall be entitled to one vote for each share held in any shareholder vote in which any of such holders is entitled to participate.

**ARTICLE SIX
ISSUANCE OF SHARES**

The Corporation shall issue shares of the Corporation's authorized common shares, with a par value of \$1.00 per share, to the following subscribers in the amounts and for the consideration set forth below:

<i>SUBSCRIBER NAME NUMBER OF SHARES</i>	<i>ISSUED</i>	<i>CONSIDERATION PAID</i>
MULBERRY HEALTH INC.	100,000	\$100,000

**ARTICLE SEVEN
PRINCIPAL PLACE OF BUSINESS**

The principal office and mailing address for this Corporation in Florida shall be 1200 South Pine Island Road, Plantation, Florida 33324 in the City of Plantation, in the County of Broward, or such other place as may be subsequently designated by the Board of Directors. The principal place of business of this Corporation shall be in the City of New York, New York County, New York State. All of the Corporation's books and records shall be maintained at its principal office or at such other location determined by its Board of Directors as may be permitted by Florida law. All hard copies of the Corporation's accounts and records shall have an electronic counterpart, which shall at all times be accessible in Florida through the Corporation's online secure platforms.

The Corporation shall appoint the Chief Financial Officer of Florida, 200 East Gaines Street, P.O. Box 6200, Tallahassee, Florida, as its Statutory Registered Agent for Service of Process upon whom initial service of process may be affected within Florida. The Corporation shall additionally

appoint CT Corporation System, located at 1200 South Pine Island Road, Plantation, Florida 33324, as the Corporation's registered agent for service of process.

ARTICLE EIGHT INITIAL DIRECTORS

The number of directors constituting the initial Board of Directors shall be six. Afterwards, the number of directors constituting the Board of Directors shall be no less than five and shall be determined in accordance with the Bylaws of the Corporation. The term of office of the initial directors shall not be for more than one year after the date of incorporation. The names, positions and citizenship of the persons who are to serve as the initial directors are as follows:

Name	Position	Citizenship
Mario Schlosser	CEO, President, and Board Member	German Citizen
Brian West	Treasurer and Board Member	United States Citizen
Bruce Gottlieb	Secretary and Board Member	United States Citizen
Kareem Zaki	Board Member	United States Citizen
Dennis Weaver	Board Member	United States Citizen
Joel Cutler	Board Member	United States Citizen
Joel Klein	Board Member	United States Citizen

ARTICLE NINE PREEMPTIVE RIGHTS OF SHAREHOLDERS

The preemptive right of any shareholder of the Corporation to acquire additional, unissued or treasury shares of the Corporation, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of the Corporation, is hereby denied; *provided, however*, that nothing herein shall preclude the Corporation from granting preemptive rights by contract or agreement to any person, corporation, or other entity, as may be permitted by Florida law. Cumulative voting by the shareholders of the Corporation at any election of directors of the Corporation is hereby prohibited.

ARTICLE TEN
ACTIONS BY SHAREHOLDERS WITHOUT A MEETING

Any action required to be taken at any annual or special meeting of shareholders, and any action which may be taken at any annual or special meeting of shareholders, may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action so taken, shall have been signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which holders of all shares entitled to vote on the action were present and voted.

ARTICLE ELEVEN
LIMITED LIABILITY; INDEMNIFICATION

11.1 Limitation of Liability. No person who is or was a director of the Corporation shall be personally liable to the Corporation or any of its shareholders for monetary damages for an act or omission in such person's capacity as a director of the Corporation, except to the extent such exemption from liability or limitation thereof is not permitted by applicable law, as the same exists or hereafter may be changed. If applicable law is hereafter changed to authorize corporate action further limiting or eliminating the liability of directors, then the liability of a director to the Corporation or its shareholders shall be limited or eliminated to the fullest extent permitted by applicable law, as so changed. Any repeal or amendment of this Section 11.1 by the shareholders of the Corporation or by changes in law, or the adoption of any other provision of these Articles inconsistent with this Section 11.1 will, unless otherwise required by law, be prospective only (except to the extent such amendment or change in law permits the Corporation to further limit or eliminate the liability of directors) and shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or amendment or adoption of such inconsistent provision with respect to acts or omissions occurring prior to such repeal or amendment or adoption of such inconsistent provision.

11.2 Indemnification. (a) Each person who was or is a party or is threatened to be made a party to, or testifies or otherwise participates in, any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, arbitratative or investigative, any appeal in such an action, suit or proceeding, and any inquiry or investigation that could lead to such an action, suit, or proceeding (whether or not by or in the right of the Corporation), because such person is or was a director, officer, employee or agent of the Corporation or, while a director or officer, employee or agent of the Corporation, is or was serving at the request of the Corporation as a director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, proprietorship, trust, employee benefit plan, other enterprise or other entity (hereinafter a "Covered Person") shall be indemnified

by the Corporation to the fullest extent authorized or permitted by applicable law, as the same exists or may hereafter be changed, against all judgments, penalties (including excise and similar taxes), fines, settlements and reasonable expenses (including attorneys' fees and court costs) actually incurred by such person in connection with such action, suit, proceeding, appeal, inquiry or investigation, and such right to indemnification shall continue as to a person who has ceased to be a director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary and shall inure to the benefit of his or her heirs, executors and administrators; provided, however, that, except for proceedings to enforce rights to indemnification, the Corporation shall indemnify a Covered Person in connection with a proceeding (or part thereof) initiated by such Covered Person only if such proceeding (or part thereof) was authorized by the Board of Directors. The right to indemnification conferred by this Section 11.2 shall include the right to be paid by the Corporation the expenses incurred in defending or otherwise participating in any proceeding in advance of its final disposition.

(b) The rights conferred on any Covered Person by this Section 11.2 shall not be exclusive of any other rights which any Covered Person may have or hereafter acquire under law, these Articles, the Bylaws of the Corporation, an agreement, vote of shareholders or disinterested directors, or otherwise.

(c) Any repeal or amendment of this Section 11.2 by the shareholders of the Corporation or by changes in law, or the adoption of any other provision hereto inconsistent with this Section 11.2, will, unless otherwise required by law, be prospective only (except to the extent such amendment, change in law or adoption permits the Corporation to provide broader indemnification rights on a retroactive basis than permitted prior thereto), and will not in any way diminish or adversely affect any right or protection existing at the time of such repeal or amendment or adoption of such inconsistent provision in respect of any act or omission occurring prior to such repeal or amendment or adoption of such inconsistent provision.

(d) This Section 11.2 shall not limit the right of the Corporation, to the extent and in the manner authorized or permitted by law, to indemnify and to advance expenses to persons other than Covered Persons.

ARTICLE TWELVE

SHAREHOLDER VOTE ON CERTAIN MATTERS

Except as otherwise provided in these Articles, the vote of shareholders required for approval of any action for which applicable law requires a shareholder vote, shall, if a greater vote of shareholders is provided for by applicable law, instead be the affirmative vote of the holders of a majority of the outstanding shares entitled to vote thereon, unless any class or series of shares is entitled to vote as a class thereon, in which event the vote required shall be the affirmative vote of

the holders of a majority of the outstanding shares within each class or series of shares entitled to vote thereon as a class and a majority of the outstanding shares otherwise entitled to vote thereon.

ARTICLE THIRTEEN ADOPTION OF BYLAWS

The shareholders of the Corporation are authorized to adopt the initial Bylaws of the Corporation. Thereafter, the Board of Directors may amend or repeal the Bylaws or adopt new Bylaws, subject to any limitations that may be contained in such Bylaws.

ARTICLE FOURTEEN COMMENCEMENT OF BUSINESS

The Corporation will not commence doing business until it has received for the issuance of its shares consideration of at least One Hundred Thousand Dollars (\$100,000) in capital and at least Two Million Five Hundred Thousand Dollars (\$2,500,000) in surplus, paid in cash, with not less than fifty percent of the authorized shares being fully subscribed and paid for.

ARTICLE FIFTEEN INCORPORATORS

The names and addresses of the incorporators are as follows:

Name	Address	Citizenship
Mario Schlosser	235 West 75th Street #323, New York, NY 10023	Germany
Brian West	255 West Hills Road, New Canaan, CT 06840	U.S.
Joel Klein	565 Park Avenue, New York, NY 10065	U.S.
Bruce Gottlieb	592 3rd Street, Brooklyn, NY 11215	U.S.
Dennis Weaver	9529 Sanctuary Place, Brentwood, TN 35027	U.S.

Execution page follows

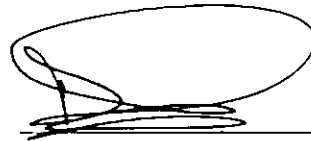
IN WITNESS WHEREOF, the incorporators have executed these Articles of Incorporation on the
18 day of June, 2018.

INCORPORATORS

DocuSigned by:
Mario Schlosser
Mario Schlosser

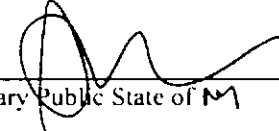
DocuSigned by:
Brian West
Brian West

AVA WOYCHUK-MLINAC
NOTARY PUBLIC-STATE OF NEW YORK
No. 01WO6363149
Qualified in New York County
My Commission Expires 08-14-2021


Dennis Weaver

State of NY :
County of NY : ss.

Personally appeared before me this 18 day of June, 2018, Dennis Weaver, who acknowledged that he executed the foregoing Articles of Incorporation as his/her free act and deed.


Notary Public State of NY

My commission expires: 08-14-2021

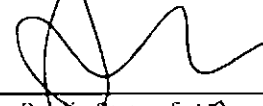
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AVA WOYCHUK-MLINAC
NOTARY PUBLIC-STATE OF NEW YORK
No. 01WO6363149
Qualified in New York County
My Commission Expires 08-14-2021


Bruce Gottlieb

State of NY :
County of NY : ss.

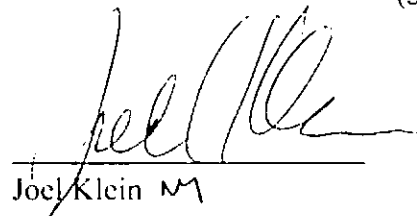
Personally appeared before me this 18 day of June, 2018, Bruce Gottlieb, who acknowledged that he executed the foregoing Articles of Incorporation as his/her free act and deed.


Notary Public State of NY

My commission expires: 08-14-2021

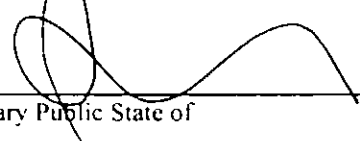
(Seal)

AVA WOYCHUK-MLINAC
NOTARY PUBLIC-STATE OF NEW YORK
No. 01WO6363149
Qualified in New York County
My Commission Expires 08-14-2021


Joel Klein NY

State of NY :
County of NY : ss.

Personally appeared before me this 18 day of June, 2018, Joel Klein, who acknowledged that he executed the foregoing Articles of Incorporation as his/her free act and deed.


Notary Public State of

My commission expires: 08-14-2021

(Seal)