

PI9 000011519

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

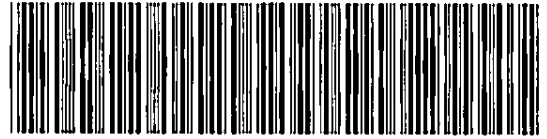
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2019 FEB 11 PM 1:22

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## COVER LETTER

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

**SUBJECT:** PROMINENCE HEALTHFIRST OF FLORIDA, INC.

(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  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

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

**ADDITIONAL COPY REQUIRED**

**FROM:** FRANK P. RAINER, ESQ.

Name (Printed or typed)

215 S. MONROE STREET, SUITE 400

Address

TALLAHASSEE, FL 32301

City, State & Zip

850-681-6810

Daytime Telephone number

FRANK.RAINER@NELSONMULLINS.COM

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

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

**ARTICLES OF INCORPORATION**  
**OF**  
**PROMINENCE HEALTHFIRST OF FLORIDA, INC.**

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2019 FEB 11 PM 1:22  
TALLAHASSEE, FLORIDA  
CLERK OF SUPERIOR COURT

In compliance with the requirements of the Florida Business Corporation Act (the "**FBCA**"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be **PROMINENCE HEALTHFIRST OF FLORIDA, INC.** (the "**Corporation**").

**ARTICLE II: INITIAL PRINCIPAL OFFICE**

The street and mailing address of the initial principal office of the Corporation is:

10101 Forest Hill Blvd.,  
West Palm Beach, FL 33414

**ARTICLE III: PURPOSE**

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

**ARTICLE IV: SHARES**

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is One Thousand (1,000) shares, all of which shall be designated as Common Stock with a par value of \$0.0001 per share.

**ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 215 South Monroe Street, Suite 400, Tallahassee, FL 32301. The name of the initial registered agent of the Corporation at that office is Frank Rainer.

**ARTICLE VI: INCORPORATOR**

The name and street address of the Corporation's incorporator is:

Name: Kamal Jemmoua  
Address: 1510 Meadow Lane, Reno, NV 89502

## ARTICLE VII: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "**Covered Person**") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "**Proceeding**"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article VII shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

## ARTICLE VIII: EFFECTIVE DATE AND TIME


The effective date of these Articles of Incorporation shall be February 4, 2019.

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Required Signature/Registered Agent

Dated: February 11, 2019

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

By:   
\_\_\_\_\_  
Name: Kamal Jemmoua  
Title: Interim President/ Chief Executive Officer

Dated: February 11, 2019