

Division of Corporations

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Florida Department of State

Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION
ULHHC Inc.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

Handwritten signature
4/3/2020

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**ARTICLES OF INCORPORATION
OF
ULHHC INC.**

Article 1 - Name

The name of the Corporation is ULHHC Inc.

Article 2 - Address

The Corporation's principal place of business and mailing address is:

2424 N. Federal Highway, Suite 105
Boca Raton, FL 33431

Article 3 - Duration

The Corporation has perpetual existence.

Article 4 - Initial Registered Agent and Registered Office and

The Corporation's initial registered agent and registered office are:

Philip A. Simone
2424 N. Federal Highway, Suite 105
Boca Raton, FL 33431

Article 5 - Corporate Purpose

The Corporation is organized to transact any and all lawful business.

Article 6 - Initial Directors

The Corporation shall have 1 Director initially. The number of Directors may be either increased or diminished by the Bylaws but will never be less than 1. The name and address of the initial director of the Corporation are:

John Petrozza
7305 Belle Meade Island Drive
Miami, FL 33138

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Article 7 - Capital Stock

The Corporation is authorized to issue 100 shares of no par value common stock.

Article 8 - Incorporator

The name and address of the person signing these Articles as Incorporator are:

Keith J. Kanouse
6879 Giralda Circle
Boca Raton, FL 33433

Article 9 - Powers

The Corporation has all of the corporate powers enumerated in the Florida Business Corporation Act.

Article 10 - Indemnification

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Business Corporation Act [currently, Subsections 607.0850 (1) and (2) of the Florida Statutes], as the same may be amended from time to time, the Corporation will indemnify its officers and directors and may indemnify employees and agents, from and against all of the expenses and liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses before the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in another capacity while holding such office. The indemnification is not exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, the vote of shareholders or disinterested directors or otherwise. The indemnification continues as to a person who has ceased to be a director, officer, employee or agent, and inures to the benefit of the heirs, personal representatives of such a person, and an adjudication of liability does not affect the right to indemnification for those indemnified.

Article 11 - Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this revision.

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Article 12 - Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the Shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by the Shareholders if the Shareholders specifically provide the Bylaw is not subject to amendment or repeal by the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has signed these Articles of Incorporation on March 31, 2020.



Keith J. Kanouse, Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered agent and registered office in the State of Florida.

1. The name of the Corporation is ULHHC Inc
2. The name and address of the registered agent and office are:

Philip A. Simone
2424 N. Federal Highway, Suite 105
Boca Raton, FL 33431

SIGNATURE


Philip A. Simone

TITLE:

Incorporator

DATE:

March 31, 2020

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


Philip A. Simone

DATE

March 31, 2020

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