

11/12/2020

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1217202573 Kim, Kimberly Laughrey

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FLORIDA PROFIT/NON PROFIT CORPORATION
Femwell Holdings, Inc.

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**ARTICLES OF INCORPORATION
OF
FEMWELL HOLDINGS, INC.**

November 12, 2020

The undersigned, acting as incorporator of a Florida business corporation under the Florida Business Corporation Act (the "Act"), hereby adopts the following Articles of Incorporation for such business corporation.

ARTICLE I – NAME

The name of the corporation (the "Corporation") is Femwell Holdings, Inc.

ARTICLE II – NATURE OF CORPORATE BUSINESS

For the purpose of transacting any or all lawful business.

ARTICLE III – CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock of the Corporation shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	\$1.00	Common

ARTICLE IV – MAILING ADDRESS AND PRINCIPAL OFFICE

The Corporation's mailing address and principal office shall be located at:

3225 Aviation Avenue #700
Coconut Grove, Florida 33133

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such address are as follows:

Registered Agent	Street Address of Registered Office
C T Corporation System	1200 South Pine Island Road Plantation, Florida 33324

2020 NOV 12 PM 6:00

FEMWELL

The written acceptance of the Corporation's initial registered agent, pursuant to the Act, is attached herein as **Exhibit A**.

ARTICLE VI – INCORPORATOR

The name and address of the incorporator (the "Incorporator") executing these Articles of Incorporation is:

Incorporator

Leah Cuadra

Address

DLA Piper LLP
200 S. Biscayne Blvd., Ste. 2500
Miami, FL 33131

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the date set forth above.

Incorporator:

/s/ Leah Cuadra

Name: Leah Cuadra

FILED
2020 NOV 12 PM 6:00
CLERK OF DISTRICT COURT
MIAMI, FL

EXHIBIT A

Written Acceptance of the Corporation's Initial Registered Agent

Please see attached.

WRITTEN ACCEPTANCE BY REGISTERED AGENT

Pursuant to Article V of the Articles of Incorporation of Femwell Holdings, Inc., a Florida corporation (the "Corporation"), the initial registered agent (the "Registered Agent") and initial registered office information of the Corporation in the State of Florida are as follows.

1. The name of the Corporation is:

Femwell Holdings, Inc.

2. The name and address of the initial Registered Agent and registered office information of the Corporation are:

C T Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this written acceptance, 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 pursuant to the Act.

By: Karen Spain
Name: **Karen Spain**
Title: **Assistant Secretary**

Date: November 12, 2020

2020 NOV 12 PM 6:00
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