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Florida Department of State
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To:

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Email Address: Ellen.Gilmore@gilaw.com

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TALLAHASSEE, FLORIDA

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FLORIDA
COMMERCIAL
REGISTRY

FLORIDA PROFIT/NON PROFIT CORPORATION

ProCare PR Acquisition Company

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION
OF
PROCARE PR ACQUISITION COMPANY**

The undersigned, for the purposes of forming a Corporation for Profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

Article I - Name

The name of the Corporation is ProCare PR Acquisition Company

Article II - Nature of Business

This Corporation may engage in any activity or business permitted under the laws of the United States or the State of Florida.

Article III - Capital Stock

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, par value \$1.00 per share.

Article IV - Term

This Corporation shall have perpetual existence unless dissolved pursuant to law.

Article V - Address

The initial street address of the principal office of this Corporation is 1267 Professional Parkway, Gainesville, Georgia 30507. The Board of Directors of this Corporation may from time to time move its principal office to any other place in or outside the state of Florida.

Article VI - Directors

This Corporation shall have two (2) Director(s) initially. The number of Directors of this Corporation may be either increased or diminished from time to time pursuant to the Bylaws, but shall never be less than one (1).

Article VII - Initial Directors

The name and street address of the initial Directors of this Corporation who shall hold office until his/her/their successor(s) is (are) elected or appointed and shall have qualified is (are):

Roger Burgess
1267 Professional Parkway
Gainesville, GA 30507

Barbara Burgess
1267 Professional Parkway
Gainesville, GA 30507

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ALLAHASSEE, FL 32001

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Article VIII - Incorporator

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Chris Ingvalson
Greenspoon Marder LLP
1144 15th Street, Suite 2700
Denver, Colorado 80202

Article IX - Other Provisions

1. Ownership of stock shall not be required to make any person eligible to hold office either as an officer or as a director of this Corporation.

2. The stockholders may, pursuant to the Bylaw provision or by stockholders agreement, recorded in the minute book, impose such restrictions on the sale, transfer or encumbrances of the stock of this Corporation as they may see fit.

3. The Board of Directors of this Corporation shall adopt Bylaws for the government of this Corporation which shall be subordinate only to the Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by either the stockholders or the Board of Directors.

4. Any stockholder of this Corporation, to the extent now or hereafter permitted pursuant to the Bylaws of this Corporation or the statutes and laws of the State of Florida, may enter into any written agreement relating to any phase of the affairs of this Corporation. No such agreement shall impose directors' or officers' liabilities upon the stockholders who are parties thereto except to the extent required by the statutes and laws of the State of Florida.

5. The Corporation shall indemnify any director, officer or employee, or former director, officer or employee of the Corporation, or any person who may have served at its request as a director, officer, or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer or employee, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. The Corporation may also reimburse to any director, officer or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a majority of a committee composed of the directors not involved in the matter of controversy (whether or not a quorum) that it was to the interests of the Corporation that such settlement be made and that such director, officer or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled under any Bylaw, agreement, vote of shareholders or otherwise.

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JANUARY 12, 2022
STATE OF FLORIDA

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Article X - Registered Office

The Registered Agent and registered office of the Corporation shall be:

Greenspoon Marder LLP
200 E. Broward Boulevard, Suite 1800
Fort Lauderdale, Florida 33301

Article XI - Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation this 11th day of July 2022.


Chris Ingvalson, Incorporator

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FLORIDA

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CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act.

FIRST – That ProCare PR Acquisition Company desiring to organize under the laws of the
State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of
Gainesville, County of Hall, State of Georgia, has named Greenspoon Marder LLP as
Registered Agent, who may be served at the registered office located at 200 E. Broward
Boulevard, Suite 1800, City of Fort Lauderdale, County of Broward, State of Florida, as its agent
to accept service of process within this State.

ACKNOWLEDGMENT (MUST BE SIGNED BY DESIGNATED AGENT):

Having been named to accept service of process for the above stated Corporation, at
place designated in this certificate, I hereby accept to act in this capacity and agree to comply
with the provisions of said Act relative to keeping open said office.

Greenspoon Marder LLP, as Registered
Agent

By: Ellen Gilmore
Ellen Gilmore for the firm