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FLORIDA PROFIT/NON PROFIT CORPORATION

Cuore Healthcare Inc.

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**ARTICLES OF INCORPORATION
OF
CUORE HEALTHCARE INC.**

The undersigned, acting as incorporator of Cuore Healthcare Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is Cuore Healthcare Inc. (the "Corporation").

ARTICLE II. ADDRESS

The principal and mailing address of the Corporation is:

1001 SE Monterey Commons Blvd, Suite 300
Stuart, FL 34996

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

The Corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having \$0.01 par value per share.

ARTICLE VI. DIRECTORS/OFFICERS

The names and addresses of the initial Directors and Officers of the Corporation are:

<u>Name</u>	<u>Titles</u>	<u>Address</u>
Joseph S. Gage, M.D.	Director. President	1001 SE Monterey Commons Blvd. Suite 300 Stuart, FL 34996
Stephen E. McIntyre, M.D.	Director.	1001 SE Monterey Commons Blvd. Suite 300

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	Vice President	Stuart, FL 34996
Larry H. Mufson, M.D.	Director, Secretary	1001 SE Monterey Commons Blvd. Suite 300 Stuart, FL 34996
Norman E. Bennett, M.D.	Director, Treasurer	1001 SE Monterey Commons Blvd. Suite 300 Stuart, FL 34996
W. Jason McManus, M.D.	Director	1001 SE Monterey Commons Blvd. Suite 300 Stuart, FL 34996

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The Corporation designates 411 SE Osceola Street, Suite 200, Stuart, FL 34994 as the street address of the initial registered agent of the Corporation and names James Sopko as the Corporation's initial registered agent at that address to accept service of process within this state.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is Emma C. Solaun, 701 Brickell Avenue, Suite 3300, Miami, FL 33131.

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

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The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation on the 14th day of November, 2022.



Emma C. Solaun,
Sole Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE 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:

That Cuore Healthcare Inc. desiring to organize under the laws of the State of Florida with its initial registered agent's address as indicated in the Articles of Incorporation at 411 SE Osceola Street, Suite 200, Stuart, FL 34994 has named James Sopko as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity; to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 14th day of November, 2022.



James Sopko

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