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PROFESSIONAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 803487 80510A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : January 16, 1996

ORDER TIME : 9:15 AM

ORDER NO. : 803487

CUSTOMER NO: 80510A

CUSTOMER: Sam T. Steger, Esq.  
STEGER & STEGER, P.A.

1st Union Nat'l Bank Building  
301 East Ocean Blvd., Ste. 310  
Stuart, FL 34994

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-01/16/96--01012--023  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: WELLCARE CENTERS, INC.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

FILED  
95 JAN 16 PM 11:02  
RECEIVED  
96 JAN 16 AM 10:13  
DIVISION OF CORPORATION

SAB  
1/17/96

ARTICLES OF INCORPORATION  
FOR  
WELLCARE CENTERS, INC.

FILED  
96 JAN 16 11:02  
CLERK OF COURT  
JAN 16 1996

The undersigned hereby form a corporation pursuant to Chapter 607 of the Florida Statutes.

ARTICLE ONE

NAME

The name of this corporation shall be WELLCARE CENTERS, INC.

ARTICLE TWO

DURATION

This corporation shall have perpetual existence.

ARTICLE THREE

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to offer and issue 1000 shares of \$1.00 par value common stock.

ARTICLE FIVE

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is: 2882 South Federal Highway, Stuart, Florida 34994. The name of the initial registered agent of this corporation at that address is: Ian A. Grassam, D.C.

ARTICLE SIX

DIRECTORS

This corporation shall have two (2) directors constituting its initial board of directors. The number of directors may be either

increased or diminished from time to time by the by-laws of the corporation, but shall never be less than one (1). The names and addresses of the initial members of the board of directors are:

Ian A. Grassam, D.C. - 2882 South Federal Highway  
Stuart, Florida 34994

Janet M. Grassam - 2882 South Federal Highway  
Stuart, Florida 34994

#### ARTICLE SEVEN

##### INCORPORATORS

The names and addresses of the individuals signing these Articles of Incorporation as incorporators are:

Ian A. Grassam, D.C. - 2882 South Federal Highway  
Stuart, Florida 34994

Janet M. Grassam - 2882 South Federal Highway  
Stuart, Florida 34994

#### ARTICLE EIGHT

##### PRINCIPAL OFFICE

The principal office of the corporation is: 2882 South Federal Highway, Stuart, Florida 34994. The mailing address of the corporation is: 2882 South Federal Highway, Stuart, Florida 34994.

#### ARTICLE NINE

##### INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE TEN

##### PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that to which he already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE ELEVEN

AMENDMENTS TO ARTICLES AND BY-LAWS

The power to adopt, amend, alter or repeal these Articles of Incorporation as well as the by-laws of this corporation shall be reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 15<sup>th</sup> day of January, 1996.

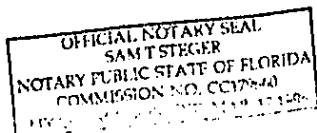
Ian A. Grassam  
IAN A. GRASSAM, D.C.

Janet M. Grassam  
JANET M. GRASSAM

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged before me this 15<sup>th</sup> day of January, 1996, by IAN A. GRASSAM, D.C. and JANET M. GRASSAM, who are personally known to me or produced a Florida driver's license as identification and did take an oath.

(NOTARY SEAL)



Sam T. Steger  
Printed Name: Sam T. Steger  
NOTARY PUBLIC  
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation, WELLCARE CENTERS, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 15<sup>th</sup> day of January, 1996.

Ian A. Grassam  
IAN A. GRASSAM, D.C.

FILED  
JAN 16 1996  
CLERK OF COURT  
JAN 16 1996