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**THIRD ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
NORTH FLORIDA SURGEONS, P.A.**

- A. The Name of the corporation is: North Florida Surgeons, P.A. (the "Corporation").
- B. The assigned document number of the Corporation is P96000005967.
- C. The date of filing of the Articles of Incorporation of the Corporation was January 19, 1996.
- D. The date of filing of the Articles of Amendment to Articles of Incorporation of the Corporation was April 20, 2012 (the "First Articles of Amendment").
- E. The date of filing of the Second Articles of Amendment to the Articles of Incorporation of the Corporation was September 9, 2021 (the "Second Articles of Amendment").
- F. The Corporation hereby amends its Articles of Incorporation, as amended by the Second Articles of Amendment, by deleting Article VIII in its entirety and replacing it with a new Article VIII which reads in full as follows:

**ARTICLE VIII  
Stock**

Section 8.1 **NUMBER OF SHARES.** The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is Ten Million (10,000,000) shares of common stock having a par value of \$1.00 per share ("Shares"), Ten Thousand (10,000) of which are Class A Shares of common stock ("Class A Shares"), Ten Thousand (10,000) of which are Class B Shares of common stock ("Class B Shares"), Nine Million Nine Hundred Seventy Thousand (9,970,000) of which are Class C Shares of common stock ("Class C Shares"), and Ten Thousand (10,000) of which are Class D Shares of common stock ("Class D Shares"). The Corporation shall be obligated to reserve adequate shares of its Class C Shares for issuance upon the conversion of the Warrants, as set forth in the Shareholders' Agreement.

Section 8.2 **CLASSES OF SHARES.** The Corporation has four (4) classes of Shares. Class A Shares are reserved to (i) General Surgeons, regardless of the geographic location of the practice of the General Surgeon; and (ii) physicians with other specialties who owned Shares prior to January 1, 2010 (the "Class A Shareholders"). Class B Shares are reserved to all physicians other than General Surgeons (except those physicians of other specialties who owned Class A Shares prior to January 1, 2010) (the "Class B Shareholders"). Class C Shares are reserved to all physicians of all other specialties that are not Class A Shareholders or Class B Shareholders (the "Class C Shareholders"). Class D Shares are reserved to all physicians of all specialties that are practicing medicine on a part-time basis (the "Class D Shareholders"). The Class A Shareholders, by Majority Vote, will resolve any dispute as to whether a new Shareholder should be issued Class

A Shares, Class B Shares, or Class C Shares. Provided that the Corporation will respect and follow any Class A or Class B designation in any signed employment agreement or professional services agreement with the Corporation or LLC dated prior to July, 2019. Any person who signed an employment or professional services agreement with the Corporation or LLC on or after July 1, 2019 will initially be issued Class C Shares. The economic and voting rights of each Class are as follows:

a. Economic Rights. Economic rights shall be identical for all Classes of Shares (A, B, C, and D).

b. Voting Rights.

i. Class A. Class A Shares shall have all voting rights of a shareholder of the Corporation as set forth in the Shareholders' Agreement. The voting rights of Class A Shares differ from Class B and C Shares in that Class A Shares, exclusively, may vote on certain matters (the "Class A Voting Matters") as follows: (i) the Class A Shareholders, by Majority Vote, will resolve any dispute as to whether a new Shareholder should be issued Class A Shares, Class B Shares, or Class C Shares and (ii) upon an affirmative Super Majority Vote of the Shareholders to terminate the Shareholders' Agreement, at least a Majority Vote of the Class A Shareholders is required to approve said termination. At all times, a majority of members on the Board of Directors must always be Class A Shareholders.

ii. Class B. Class B Shares shall have voting rights identical to the voting rights of the Class A Shares, except that Class B Shares may not vote on the Class A Voting Matters.

iii. Class C. Class C Shares shall have all voting rights of a shareholder of the Corporation except that Class C Shares shall differ from Class A and Class B Shares as follows: Class C Shares may not vote on Class A Voting Matters, Class C Shares may not participate in the issuance of Convertible Bonds by the Corporation.

iv. Class D. Class D Shares shall have all voting rights of a shareholder of the Corporation except that Class D Shares shall differ from Class A and Class B Shares as follows: Class D Shares may not vote on Class A Voting Matters, and Class D Shares may not participate in the issuance of Convertible Bonds by the Corporation.

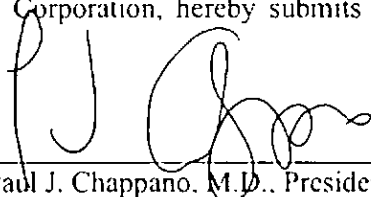
Section 8.3 SHARE VOTING ALLOCATION. Each Class A, Class B, and Class D voting share shall have one (1) vote. Each Class C voting share shall have one-tenth (1/10) vote.

G. Except as amended hereby, the Articles of Incorporation shall remain in full force and effect.

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Pursuant to the provisions of section 607.1006 of the Florida Statutes, the Corporation adopts the preceding amendments to its Articles of Incorporation, as amended by the First Articles of Amendment and the Second Articles of Amendment. These Third Articles of Amendment to the Articles of Incorporation (the "Third Articles of Amendment") were proposed by the Directors and adopted by the Shareholders of the Corporation on February 2, 2022. The number of votes cast in favor of this Third Articles of Amendment was sufficient for approval by Class A Shareholders. Additionally, the number of votes cast in favor of this Third Articles of Amendment was sufficient for approval by Class B Shareholders. Upon the filing of these Second Articles of Amendment by the Department of State, this amendment shall become effective and the Articles of Incorporation of North Florida Surgeons, P.A. shall be deemed to be amended accordingly.

The undersigned, being the President of the Corporation, hereby submits this Second Articles of Amendment on behalf of the Corporation.

  
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Paul J. Chappano, M.D., President