

Commonwealth of Kentucky
Elaine N. Walker, Secretary of State

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Secretary of State
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Articles of Incorporation
Non-profit Corporation

NAI

For the purposes of forming a non-profit corporation in Kentucky pursuant to KRS Chapter 273, the undersigned incorporator hereby submits the following Articles of Incorporation to the Office of the Secretary of State for filing:

Article I: The name of the company is

HealthFirst Bluegrass Inc.

Article II: The street address of the company's initial registered office in Kentucky is

650 Newtown Pike, Lexington, KY 40508-119

and the name of the initial registered agent at that address is **William North**

Article III: The mailing address of the company's initial principal office is

650 Newtown Pike, Lexington, KY 40508-1197

Article IV: The name and mailing address of each incorporator is

William North 650 Newtown Pike, Lexington, Kentucky 40508-119

Article V: The number of directors constituting the initial board of directors is 4. The name and mailing address of each director is

William Rasinen 650 Newtown Pike, Lexington, Kentucky 40508-119
Randy Breeding 650 Newtown Pike, Lexington, Kentucky 40508-119
Herman Hardesty 650 Newtown Pike, Lexington, Kentucky 40508-119
John P Loventhal 650 Newtown Pike, Lexington, Kentucky 40508-119

Article VI: The purpose of the company is: **Medical and dental healthcare for uninsured and underserved patients**

Executed by the Incorporator on Friday, May 20, 2011

Name of Incorporator: **William North**

Signature of individual signing on behalf of Incorporator:
William North

I, **William North**, consent to serve as the Registered Agent on behalf of the corporation.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

William North