

**ARTICLES OF INCORPORATION
OF
STANFORD HEALTHCARE ADVANTAGE**

These Articles of Incorporation are submitted for filing for the purpose of creating and organizing a business corporation pursuant to the applicable provisions of the California Corporations Code (the “Code”).

ARTICLE 1

The name of the corporation is Stanford Healthcare Advantage (the “Corporation”).

ARTICLE 2

The purposes of the Corporation are as follows:

- (a) To have and exercise any and all powers granted to corporations under the Code and any and all powers granted to health care service plans under the California Knox-Keene Health Care Service Plan Act; and
- (b) to engage in any lawful act or activity for which a corporation may be organized under the Code other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the Code.

ARTICLE 3

The name and street address in the State of California of the Corporation’s initial agent for service of process is:

C T Corporation System
818 West Seventh Street
Suite 930
Los Angeles, California, 90017

ARTICLE 4

The initial street and mailing address of the Corporation is:

13900 Riverport Dr.
St. Louis, MO 63043

ARTICLE 5

The Corporation is authorized to issue only one class of shares of stock. The total number of shares which the Corporation is authorized to issue is 100 shares of common stock, no par value.

ARTICLE 6

The liability of the directors of the Corporation for monetary damages shall be eliminated to the fullest extent permissible under California law. In the event the Code is amended to further eliminate or limit the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Code, as so amended, without further shareholder action. Any repeal or modification of this Article 6 shall not result in any liability for a director with respect to any action or omission occurring prior to such repeal or modification.

ARTICLE 7

The Corporation is authorized to provide indemnification of agents (as defined in Section 317 of the Code) for breach of duty to the corporation and its stockholders through bylaw provisions or through agreements with the agents, or both, in excess of the indemnification otherwise permitted by Section 317 of the Code, subject to the limits on such excess indemnification set forth in Section 204 of the Code. Notwithstanding the foregoing, if the Code is amended to permit greater indemnification of agents, then the Corporation shall be authorized to indemnify its agents to the fullest extent permitted by the Code, as so amended, without further shareholder action. Any repeal or modification of this Article 7 shall not in any way prohibit, impair, or adversely affect indemnification of an agent with respect to any action or omission occurring prior to such repeal or modification.

DATED: [____], 2020

[____], as Incorporator