



**ARTICLES OF INCORPORATION
OF
NORTHBAY SOLANO MEDICAL GROUP, INC.**

For Office Use Only

-FILED-

File No.: 6453375

Date Filed: 11/6/2024

ARTICLE I

The name of this corporation is NorthBay Solano Medical Group, Inc.

ARTICLE II

The purpose of this corporation is to engage in the profession of medicine and any other lawful activities (other than the banking or trust company business) not prohibited to a corporation engaging in such profession by applicable laws and regulations.

ARTICLE III

This corporation is a professional corporation within the meaning of California Corporations Code section 13400, et seq.

ARTICLE IV

The initial street and mailing address for this corporation is:

4500 Business Center Drive
Fairfield, CA 94534

ARTICLE V

The name of this corporation's initial agent for service of process is:

CT Corporation System

ARTICLE VI

This corporation is authorized to issue ten thousand one hundred (10,100) shares of common stock of two classes to be designated respectively Class A Common Stock and Class B Common Stock. The total number of shares of Class A Common Stock shall be ten thousand (10,000) shares and the total number of Class B Common Stock shall be one hundred (100) shares.

The Class A Common Stock shall have exclusive voting rights on all matters requiring the vote of the shareholders. The Class B Common Stock shall have no voting rights except as otherwise provided by law.

The board of directors may divide the Class B Common Stock into any number of series. The board of directors shall fix the designation and the number of shares of any series of Class B Common Stock. The board of directors may determine or alter the rights, preferences, privileges and restrictions granted to or imposed upon any series of Class B Common Stock except as otherwise provided by law.

ARTICLE VII

This corporation is a close corporation pursuant to Section 158 of the California Corporations Code. All of the corporation's issued shares of all classes shall be held of record by not more than thirty-five (35) persons.

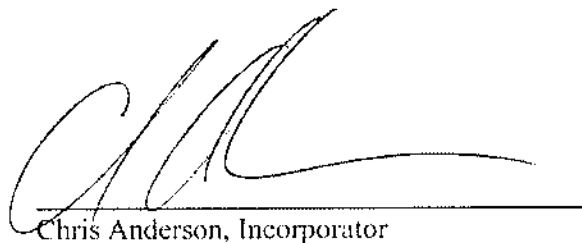
ARTICLE VIII

The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) through bylaw provisions, agreements with agents, vote of shareholders or disinterested directors or otherwise, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject only to the applicable limits set forth in Section 204 of the California Corporations Code with respect to actions for breach of duty to the corporation and its shareholders.

ARTICLE IX

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

DATED: November 5, 2024.



Chris Anderson, Incorporator