

768533

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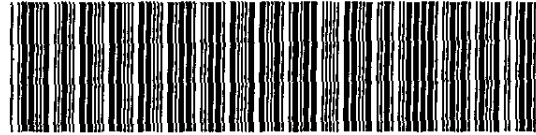
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Amended
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SantaFe HealthCare, Inc.

DOCUMENT NUMBER: 768533

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kathy M. Self, Executive Assistant to the President

(Name of Contact Person)

SantaFe HealthCare, Inc.

(Firm/ Company)

Post Office Box 749

(Address)

Gainesville, FL 32602-0749

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Kathy M. Self

(Name of Contact Person)

at (352) 337-8703

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|---|
| ☐ \$35 Filing Fee | ☐ \$43.75 Filing Fee &
Certificate of Status | ☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | ☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|---|---|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

AMENDED
ARTICLES OF INCORPORATION
OF
SANTAFE HEALTHCARE, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation not-for-profit under Chapter 617 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is SantaFe HealthCare, Inc.

ARTICLE II - PURPOSES

The Corporation is organized as a not-for-profit corporation under Chapter 617, Florida Statutes, for the following purposes.

- (a) To improve health and health care.
- (b) To improve the general health of the citizens through the establishment, promotion, and provision of comprehensive, coordinated health care services through an integrated delivery system.
- (c) To serve as the not-for-profit system parent for subsidiary organizations, coordinating financial, management, technical and other resources to promote the effective provision of healthcare and related services.
- (d) To support the activities and functions of North Central Florida Hospice, Inc., North Florida Retirement Village, Inc., and AvMed, Inc. which further charitable purposes.
- (e) To conduct educational and research activities related to the care of the sick and injured within the system.
- (f) To solicit and receive funds, gifts, endowments, donations, devises and bequests.
- (g) To lease or purchase land or lands, building or buildings, and purchase and construct buildings for purposes in connection with the activities of the Corporation.

h. To exercise all the powers enumerated in Section 617.0302 Florida Statutes, as it now exists or is subsequently amended or superseded, and to do and perform such acts to have such powers as shall be desirable and necessary in the furtherance of any of the powers hereinabove enumerated which are not in derogation of the laws of the State of Florida.

This Corporation is organized exclusively for charitable purposes as a not-for-profit corporation within the meaning of Section 501 (c) (3) of the Internal Revenue Code, and its activities shall be conducted for such purposes in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above. In addition, the Corporation shall be authorized to exercise the powers permitted non-profit corporations under Chapter 617, Florida Statutes, provided, however, that the Corporation in exercising any one or more powers shall do so in furtherance of the exempt purposes for which it has been organized as described in Section 501 (c) (3) or any amendments or additions thereto.

Notwithstanding any other provisions of these articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation, contributions to which are deductible under Section 170 of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

ARTICLE III - MEMBERSHIP

The Corporation shall have no members.

ARTICLE IV - TERM

The term of the Corporation shall be perpetual.

ARTICLE V - SUBSCRIBERS

The name and residence of the subscribers to these Amended and Restated Articles of Incorporation are as follows: (All addressses are 4300 NW 89th Blvd., Gainesville, FL 32606)

1. Edward C. Peddie
2. Philip J. Hughey

ARTICLE VI - DIRECTORS

The property, affairs, business, and operation of the Corporation shall be managed by a Board of Directors, which shall be elected as provided in the Bylaws.

ARTICLE VII - OFFICERS

The officers of the Board shall consist of a Chairman and Vice Chairman of the Board, a President, a Secretary, a Treasurer, and such other officers as may be elected or appointed. All officers shall be elected or appointed as provided in the Bylaws.

ARTICLE VIII - DISSOLUTION

Upon dissolution of this Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be distributed to an organization which has qualified for exemption under 501 (c) (3) of the Internal Revenue Code for the same or similar purposes as this corporation or to a political subdivision of the State of Florida, for a public purpose, and none of the assets will be distributed to any officer or director of the Corporation.

Articles of Amendment
to
Articles of Incorporation
of

SantaFe HealthCare, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

768533

(Document number of corporation (if known))

RECEIVED
FLORIDA DEPT. OF STATE
TALLAHASSEE, FLORIDA

04 OCT 11 AM 8:51

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Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

First: The Amended Articles of Incorporation are attached.

Second: Amendments to the Articles of Incorporation of SantaFe HealthCare, Inc. are as follows:

Article II, Section (d) is amended to read as follows:

(d) To support the activities and functions of North Central Florida Hospice, Inc., North Florida Retirement Village, Inc., and AvMed, Inc., which further charitable purposes.

Article II, Section (g) is amended to read as follows:

(g) To lease or purchase land or lands, building or buildings, and purchase and construct buildings for purposes in connection with the activities of the Corporation.

(Attach additional pages if necessary)

(continued)

The date of adoption of the amendment(s) was: August 18, 2004

Effective date if applicable: August 18, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 30th day of September, 2004.

Signature


(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Stephen J. deMontmollin

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)

FILING FEE: \$35