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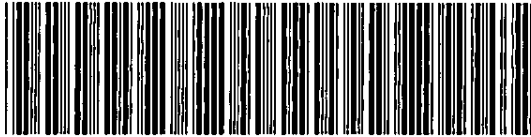
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** ST. LUCIE COUNTY HEALTH ACCESS NETWORK, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: JAMES HARRIS  
Name (Printed or typed)

5150 NW MILNER DRIVE  
Address

PORT ST LUCIE, FL 34983  
City, State & Zip

772.370.3430  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

St. Lucie County Health Access Network, Inc.  
A Not-For-Profit Corporation pursuant to F.S. Chapter 617

**ARTICLES OF INCORPORATION**

**ARTICLE I**

The name of the Corporation shall be:

ST. LUCIE COUNTY HEALTH ACCESS NETWORK, INC.

**ARTICLE II**

The principal place of business and mailing address of this Corporation shall be:

St. Lucie County Health Access Network, Inc.  
51 50 NW Milner Drive  
Port St. Lucie, FL 34983

**ARTICLE III**

The Corporation is a not-for-profit corporation. The purposes for which the Corporation is formed are:

- (a) The specific and primary purpose for which this Corporation is formed is to provide primary health care services to indigent, medically uninsured people in St Lucie County, Florida, within the criteria established by the Board of Directors and applicable Florida health care regulations.
- (b) The general purposes for which this Corporation is formed are to operate exclusively for charitable and educational purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax code.
- (c) This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of, or in opposition to, any candidate for public office.

**ARTICLE IV**

- (a) The initial members of this Corporation shall be its directors.

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(b) Rights and Liabilities of Members. The members of this Corporation shall have no right, title, or interest in its income, property, or assets, nor shall any portion of its income, property, or assets be distributed to any member on the dissolution or winding up of this Corporation. Members of this Corporation shall not be personally liable for the debts, liabilities, or obligations of the Corporation, and shall not be subject to any assessments.

**ARTICLE V**

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be not less than three (3) nor more than nine (9); provided, however, that number may be increased by a bylaw duly adopted pursuant to the bylaws of this Corporation.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members, at which time additional or successor directors shall be elected.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of one (1) year or until their successors are elected. Directors shall be elected at each annual meeting of members following the initial election of directors.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all the members of the Board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the Board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and Bylaws of this Corporation authorize the Directors to act in this manner. This statement shall be prima facie evidence of the Directors' authority.

The names and residential addresses of the initial Directors are:

Name:

Address:

Larry Lee

Larry Lee  
503 NW Blue Lake Drive  
Port St. Lucie, FL 34986

Robert Dunwoody

Robert Dunwoody  
5570 59th Terrace  
Vero Beach, 32967

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St. Lucie County Health Access Network, Inc.  
A Not-For-Profit Corporation pursuant to F.S. Chapter 617

Stacy Malinowski

Stacy Malinowski  
1342 Bonefish ct  
Fort Pierce FL 34949

James A. Roberts, M.D.

James A. Roberts, M.D.  
2100 Nebraska Ave # 205  
Fort Pierce, FL 34950

**ARTICLE VI**

The Board of Directors shall elect the following officers: President, Treasurer and Secretary, and any other officers which the Bylaws of this Corporation authorize the Directors to elect. Initially, officers shall be elected at the first annual meeting of the Board of Directors. Until that election is held, the following persons shall serve as Corporation officers:

<u>Name:</u>	<u>Address:</u>	<u>Office:</u>
Larry Lee	503 NW Blue Lake Drive Port St. Lucie, FL 34986	President
Robert Dunwoody	5570 59th Terrace Vero Beach, 32967	Treasurer
Stacy Malinowski	1342 Bonefish Ct Fort Pierce FL 34949	Secretary

**ARTICLE VII**

The name and Florida street address of the Registered Agent is:

James S Harris  
5707 Myrtle Drive  
Fort Pierce, FL 34982

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**ARTICLE VIII**

The name and address of the Incorporator is:

James S Harris  
5707 Myrtle Drive  
Fort Pierce, FL 34982

**ARTICLE IX**

Subject to the limitations contained in the Bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by members of the Corporation, the Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth in the Bylaws.


**ARTICLE X**

The property of this Corporation is irrevocably dedicated to charitable or educational purposes and no part of the net earnings, income, properties or assets of this Corporation shall ever inure to the benefit of any Director, officer or member, or to the benefit of any private person or individual.

**ARTICLE XI**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, I have subscribed my name this 21<sup>st</sup> day of October 2008

  
\_\_\_\_\_  
James S. Harris  
Incorporator  
(Acknowledgement on following page)

St. Lucie County Health Access Network, Inc.  
A Not-For-Profit Corporation pursuant to F.S. Chapter 617

STATE OF FLORIDA:  
COUNTY OF ST LUCIE:

On this 21<sup>st</sup> day of Oct., 2008, before me, a notary public personally appeared James S. Harris, known to me to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein. He is personally known to me and did or did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fort Pierce, Florida.



Betty A. Kruska  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for ST. LUCIE COUNTY HEALTH ACCESS NETWORK, INC., I hereby accept the appointment as its Registered Agent and agree to act in this capacity. Furthermore, I agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

October 21<sup>st</sup> 2008  
Date

James S. Harris  
James S. Harris, Registered Agent

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