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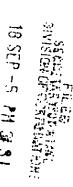
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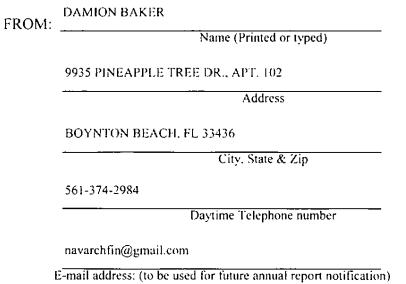
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#### **COVER LETTER**

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

UBJECT: MONARCH	HEALTH SERVICES, INC. (PROPOSED CORP	ORATE NAME – <u>MUST IN</u>	CLUDE SUFFIX)
_		ticles of Incorporation and	
<b>■</b> \$70.00	\$78.75	□\$78.75	□ \$87.50
Filing Fee	Filing Fee & Certificate of Status	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate
		ADDITIONAL CO	ADDITIONAL COPY REQUIRED



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

## ARTICLES OF INCORPORATION OF MONARCH HEALTH SERVICES, INC

THE UNDERSIGNED, as incorporator and behalf of a non-profit, non-stock corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

#### ARTICLE I NAME

<u>Section 1.1.</u> The name of the corporation is <u>Monarch Health Services</u>, <u>Inc</u> (the "Corporation").

## ARTICLE II DURATION

<u>Section 2.1.</u> The Corporation shall have perpetual existence unless dissolved by a matter of the law.

## ARTICLE III NON-STOCK CORPORATION

Section 3.1. The Corporation shall be organized on a non-stock basis under the Florida for Profit Corporation Act.

#### ARTICLE IV PURPOSE

Section 4.1. The purpose for which the Corporation is organized is for transacting any and all lawful business for which the corporations may be incorporated under the Florida Not for Profit Corporation Act and to distribute the whole or any part of the income for charitable, religious, scientific, literary or educational purposes. The purposes of the Corporation, in addition to the other purposes described in the preceding sentence, are the following:

- (i) Ensure access to high quality, affordable, and comprehensive health care services for underserved, underinsured and uninsured individuals in the United States of America. These services include but not limited to primary and preventive medical care, dental, and mental healthcare.
- (ii) Provide clinical preventive services in the communities.
- (iii) Provide healthcare education to individuals

Section 4.2. The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in the Section 501(c)(3) of the Internal Revenue Code and Regulations.

<u>Section 4.3.</u> No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no Director or Officer of the Corporation, or any private individual, shall entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

<u>Section 4.4.</u> No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

<u>Section 4.5.</u> The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

<u>Section 4.6.</u> The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 4.7. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exists or as they may hereafter be amended.

Section 4.8. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation, exclusively for the purposes of the Corporation in such a manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes, as shall at time qualify exempt organization(s) under Section 501(c)(3) of the Internal Revenue Code and Regulations (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so dispose of shall be disposed of by the court having proper jurisdiction in the county where the principal office of the Corporation is then located, exclusively for such purposes or to such organization(s), as said court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE V MEMBERS

<u>Section 5.1.</u> This Corporation shall have a membership consisting of the Board of Directors and any person or entity who meets the membership requirement pursuant to the bylaws.

#### ARTICLE VI DIRECTORS

<u>Section 6.1.</u> A Board of Directors, not less than three (3) persons, shall govern the affairs of the Corporation. The Board of Directors are elected into office as provided in the bylaws. The affirmative vote of any two (2) Directors shall be necessary for all corporate action requiring a vote of the Board.

Section 6.2. The initial Board of Directors shall consist of the following members:

Damion Baker President and Director 9935 Pineapple Tree Dr Apt 102 Boynton Beach, FL 33436

Cadia Comrie-Briskin Secretary 5108 Pine Ridge Rd North East Stroudsburg PA, 18302

Dr. Christine P. Lee-McLean Treasurer 6281 NW 53rd Street Coral Springs, FL 33067

Leighton Williams Director Campview Apartments #45 3·5 Anderson Rd Kingston 5 Jamaica, WI

## ARTICLE VII ADDRESSES

Section 7.1. The street address of the principal office of this corporation in the State of Florida is:
2580 Metrocentre Blvd. Suite 1
West Palm Beach, FL 33407

<u>Section 7.2.</u> The mailing address of the principal office of this corporation in the State of Florida is: 2580 Metrocentre Blvd. Suite 5 West Palm Beach, FL 33407

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### ARTICLE VIII AMENDMENT

<u>Section 8.1.</u> These Articles of Incorporation may be amended in the manner and with the vote provided by law.

## ARTICLE IX BYLAWS

Section 9.1. The Board of Directors of this Corporation may adopt Bylaws for the government of this Corporation which shall be subordinate only to the Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by the Board of Directors.

## ARTICLE X EFFECTIVE DATE

Section 10.1. The Corporation shall be effective on September 1, 2018.

## ARTICLE XI INITIAL REGISTERED AGENT

Section 11.1. The name and address of the initial registered agent is: Damion Baker 9935 Pineapple Tree Dr. Apt 102 Boynton Beach, FL 33436

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Damion Baker

8/28/18 Data

## ARTICLE XII INCORPORATOR

Section 12.1. The name and address for the incorporator of this Corporation is:

Damion Baker 9935 Pineapple Tree Dr. Apt 102 Boynton Beach, FL 33436

Damion Baker

8/28/18

Date