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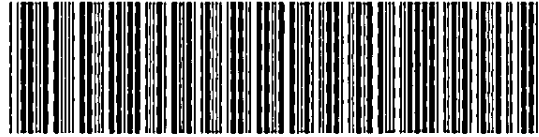
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2021 FEB -5 AM 10:39  
21 FEB -5 PM 2:08

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

HEALTH CARE 4 ALL, INC.

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Trade/Service Mark \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: BA

2/5/21

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**HEALTH CARE 4 ALL, INC.**  
**a Florida not-for-profit corporation**

**ARTICLE I**  
**Name**

The name of this corporation shall be **HEALTH CARE 4 ALL, INC.**

**ARTICLE II**  
**Duration**

This corporation shall have a perpetual existence.

**ARTICLE III**  
**Purposes**

This corporation is organized and shall operate exclusively for charitable, education and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Sections 501(c)(3), 2055(a) and 170(c)(2) of the Internal Revenue Code of 1986, as amended from time to time (the "Code") or any corresponding provisions of succeeding law. This corporation may engage in only such activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt educational, charitable and scientific purposes. In furtherance of such purposes, it may promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on such activities. **The initial primary functions will be focused on providing all medical services and products for which it is authorized and licensed to perform under applicable laws and regulations, including by way of example (and not limitation), home health care.**

This corporation has all the powers and authority granted by the laws of Florida, including to serve as trustee (to the extent permitted by applicable law) of any real or persona property wherever located), and may exercise such other powers which now are or which hereafter may be conferred by law upon a corporation organized for these purposes as are necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by applicable law.

This corporation shall exercise its powers and authority to pursue the exempt (and all related) purposes of organizations covered by Code Sections 501(c)(3), 2055(a) and 170(c)(2) (or any corresponding provisions of succeeding law)

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and the Treasury Regulations pertaining to these sections, as hereafter amended from time to time.

No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any member, director or officer of the corporation or any other private individual in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Code Sections 501(c)(3), 2055(a) and 170(c) (or any corresponding provisions of succeeding law). However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

No part of the activities of this corporation shall consist of carrying, contrary to applicable laws or the purposes of this corporation, on propaganda, or otherwise attempting, to influence legislation, or of participating in, or intervening in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, no member, director or officer shall be entitled to any distribution or division of the corporation's property or its proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, as provided by law, exclusively to an organization or organizations which themselves are exempt as organizations described in Code Sections 501(c)(3), 2055(a) and 170(c) (or any corresponding provisions of succeeding law). Officers and Directors may be reasonably compensated for their services in winding up, liquidating and dissolving this corporation.

#### **ARTICLE IV** **Board of Directors**

This corporation shall have seven (7) directors. The number of directors may be increased or decreased from time to time by the Bylaws but shall never be less than the number required by applicable law. The manner in which the directors shall be elected shall be set forth in the Bylaws of this corporation. The names and addresses of the initial five (5) directors of this corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Fernando Luis Cruz-Dominicci	c/o Post & Romero LLC 804 South Douglas Road, Suite 365 Coral Gables, FL 33134
Arturo Rafael Pico-Valls	Same
Korale Rubi Cruz-Sierra	Same
Nilda E. Banchs-Sandoval	Same
Noris Torres	Same

**ARTICLE V**  
**Non-Stock Basis**

This corporation is organized under a non-stock basis. No stock will be issued.

**ARTICLE VI**  
**Disposition of Assets on Dissolution**

In the event of dissolution, the residual assets of this corporation shall be turned over to one or more charitable organizations which themselves are exempt as organizations described in Code Sections 501(c)(3), 2055(a) and 170(c)(2) (or any corresponding provisions of succeeding law).

**ARTICLE VII**  
**Exempt Status; Prohibited Transactions**

This corporation shall not exercise in any manner or for any purpose its power or authority so as to jeopardize the status of this corporation as an exempt organization under Code Section 501(c)(3).

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**ARTICLE VIII**  
**Incorporator**

The name and street address of the incorporator of this corporation is as follows:

Fernando Luis Cruz Dominicci  
c/o Post & Romero LLC  
804 South Douglas Road, Suite 365  
Coral Gables, FL 33134

**ARTICLE IX**  
**Principal Office**

The street address of the principal office of the corporation is: 14051 Centerline Drive, Orlando, Florida 32827.

**ARTICLE X**  
**Registered Office and Agent**

The registered office of this corporation is 804 South Douglas Road, Suite 365, Coral Gables, FL 33134.

The name of the registered agent of this corporation is Law Office of Carlos A. Romero, Jr. P.A.

The Certificate of Designation of Registered Office/Registered Agent is attached, incorporated, and made an integral part of this document.

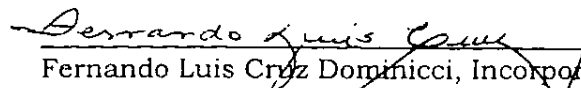
**ARTICLE XI**  
**Indemnification**

The corporation shall indemnify, defend, and hold harmless each director and officer to the fullest extent permitted by applicable law and statutes.

**ARTICLE XII**  
**Members**

The corporation shall have one or more classes of members or no members as the board of directors determines. The board of directors may create in its sole discretion one or more classes of members and define the rights, obligations, and benefits of each class. If any class of members is created, no membership certificates shall be issued. Currently, the corporation does not have members and has not created a class of members.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on this 28 day of January, 2021.

  
\_\_\_\_\_  
Fernando Luis Cruz Dominicci, Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

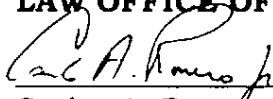
HEALTH CARE 4 ALL, INC. submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name and addresses of the registered agent and office is:

Law Office of Carlos A. Romero, Jr., PA  
804 South Douglas Road  
Suite 365  
Coral Gables, Florida 33134

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

**LAW OFFICE OF CARLOS A. ROMERO, JR., PA**

  
\_\_\_\_\_  
Carlos A. Romero, Jr.  
Its President

DATE: January 28, 2021

Health care 4 all/gen corp/aoi/Art of Inc for execution