

**Smith  
Smith  
&  
Parker**  
ATTORNEYS AT LAW, P.A.

N48162

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October 21, 1998

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-10/26/98-01107-006  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Doctors' Memorial Hospital, a Florida not for profit corporation

Dear Sir/Madam:

Please find enclosed an original Articles of Amendment to Articles of Incorporation for the above referenced corporation. I have enclosed a check in the amount of \$35.00 for filing charges. Furthermore, I have enclosed a copy of the amendment. Please send to this office a file copy of the amendment in the enclosed self addressed stamped envelope.

Thank you for your assistance in this matter.

Sincerely,  
MICHAEL S. SMITH

By: Angel M. Turner  
Angel M. Turner

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MSS/amt  
Encls.

4/20/98  
N48162  
Amended  
11-6-98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 2, 1998

SMITH SMITH & PARKER  
% ANGEL TURNER  
P.O. DRAWER 579  
PERRY, FL 32348

SUBJECT: DOCTORS' MEMORIAL HOSPITAL, INC.  
Ref. Number: N48162

We have received your document for DOCTORS' MEMORIAL HOSPITAL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 198A00053407

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DOCTORS MEMORIAL HOSPITAL  
(A Florida not for profit corporation)**

Pursuant to the provisions of section 617.1002, Florida Statutes, this corporation adopts the following articles of amendments to its articles of incorporation:

**First:** Amendments adopted:

**ARTICLE VIII**

Appointment and Vacancies

In the event of a vacancy or vacancies on the Board of directors, a successor(s) shall be appointed by a majority vote of the Board of County Commissioners from among those persons nominated by the remaining Board of Directors. For each vacancy, (other than the director positions designated for the Chief of the Medical Staff and the hospital employee representative), the remaining Board of Directors shall solicit recommendations from the Board of County Commissioners and make a general request for applications to fill the vacancy or vacancies from the public "at large". The remaining Board of Directors shall consider all applications and then, by a majority vote, forward to the Board of County Commissioners a list of not less than three (3) nominees for each vacancy. If the number of applications received by the remaining Board of Directors for consideration are insufficient for compliance with the minimum number of nominees to be submitted to the Board of County Commissioners, then the remaining Board of Directors shall submit the number of applicants received.

In the event of a vacancy in the director position designated for the hospital employee representative, the hospital employees shall select a replacement director by a majority vote of the

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employees which shall be conducted in a method and manner approved by the Board of Directors. The director position designed for the Chief of the Medical Staff shall automatically and continuously be occupied by the physician who is Chief of the Medical Staff pursuant to the Medical Staff Bylaws.

**Second:** The date of the amendment's adoption:

September 29, 1998

**Third:** The Amendment was adopted by the Board of Directors on September 29, 1998 and a sufficient number of members voted for its approval.

Signed this 5<sup>th</sup> day of November, 1998.

Signature

Flora Woodfaulk

Chairman, Board of Directors  
Doctors Memorial Hospital

Flora Woodfaulk

Typed Name

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