

N99000003293

Rogers, Towers, Et al - Mary Rose
Requestor's Name

106 S. Monroe Street
Address

Tallahassee, Florida 32301
City/State/Zip Phone #
222-7200

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. The Hospice Foundation for Caring, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐	Profit
☒	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
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**ARTICLES OF INCORPORATION
OF
THE HOSPICE FOUNDATION FOR CARING, INC.**

**ARTICLE I
NAME**

The name of this corporation is:

THE HOSPICE FOUNDATION FOR CARING, INC.

**ARTICLE II
NOT FOR PROFIT CORPORATION**

The Corporation is a not for profit corporation under Chapter 617, Florida Statutes.

**ARTICLE III
DURATION**

The Corporation shall have perpetual existence unless dissolved sooner according to law.

**ARTICLE IV
PRINCIPAL OFFICE**

The principal office of the Corporation will be located at 4266 Sunbeam Road, Jacksonville, Florida 32257 or at such other address as may be determined by the Board of Directors. The mailing address of the Corporation is 4266 Sunbeam Road, Jacksonville, Florida 32257 or at such other address as may be determined by the Board of Directors.

**ARTICLE V
REGISTERED AGENT**

The resident agent of the Corporation is Susan Ponder-Stansel, whose address is 4266 Sunbeam Road, Jacksonville, Florida 32257.

**ARTICLE VI
PURPOSES**

(a) This Corporation is organized and shall be operated exclusively for charitable, educational, or religious purposes by conducting or supporting activities for the benefit of or to carry out the purposes of Community Hospice of Northeast Florida, Inc. Community Hospice of Northeast Florida, Inc. is a Florida not for profit corporation and an organization exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986, as amended (the "Code") as an organization described in Code Section 501(c)(3) and described in Code Section

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509(a)(1) or 509(a)(2). It is intended that the Corporation shall have the status of a corporation which is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code and which is other than a private foundation by reason of being described in Section 509(a)(3) of the Code. These Articles of Incorporation shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly.

(b) The Corporation may not operate to support or benefit any organization other than Community Hospice of Northeast Florida, Inc. However, in the event that Community Hospice of Northeast Florida, Inc. is no longer exempt under Section 501(c)(3) of the Code, the Board of Directors of the Corporation shall act to dissolve the Corporation and to distribute all of the assets of the Corporation in accordance with section (c)3. of this Article VI.

(c) Notwithstanding any other provision of these Articles of Incorporation:

1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any Director of the Corporation, Trustee of the Corporation, Officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation and payments and distributions may be made in furtherance of the purposes set forth above); and no Director, Trustee, Officer, or any private individual shall be entitled to share in the distributions of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

2. The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income taxation as described in Code Section 501(c)(3) and in Code Section 509(a)(3) and the Regulations thereunder as they now exist or as they may hereafter be amended or replaced.

3. Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed to Community Hospice of Northeast Florida, Inc. so long as Community Hospice of Northeast Florida, Inc. is at that time an organization exempt from income taxation pursuant to Sections 501(a) and 501(c)(3) of the Code. In the event Community Hospice of Northeast Florida, Inc. is not so classified as a tax-exempt organization, or if Community Hospice of Northeast Florida, Inc. is not then in existence, then the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the 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.

4. The Corporation is organized pursuant to the Florida Not For Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes.

ARTICLE VII **MEMBERSHIP**

The Corporation shall have as its sole member Community Hospice of Northeast Florida, Inc., a Florida not for profit corporation.

ARTICLE VIII **DIRECTORS**

The Corporation shall at all times have at least three (3) Directors. Directors shall be appointed as provided in the Bylaws of the Corporation. The names and addresses of the initial directors to serve until their successors are qualified and elected pursuant to the Bylaws of the Corporation are:

The Hospice Foundation For Caring, Inc.

Thomas F. Petway, III, Chair
Post Office Drawer 19197
Jacksonville FL 32247

Mrs. Delores Kesler
Kesler Pass Associates
10407 Centurion Parkway North
#101
Jacksonville FL 32256

Duane L. Ottenstoer
1301 Riverplace Boulevard
Suite 2340
Jacksonville FL 32207

Ex Officio

James O'Reilly, Chair
Community Hospice of Northeast Florida
13747 Hope Sound Court
Jacksonville FL 32225

Susan Ponder-Stansel, President & CEO
Community Hospice of Northeast Florida, Inc.
4266 Sunbeam Road
Jacksonville FL 32257

ARTICLE IX
AMENDMENTS TO ARTICLES

The Articles of Incorporation may be amended at any time solely by the sole member of the Corporation.

ARTICLE X
INCORPORATION

The name and address of the sole incorporator of the Corporation is:

Susan Ponder-Stansel 4266 Sunbeam Road
Jacksonville, Florida 32257

I, THE UNDERSIGNED, being the sole original incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make, subscribe, acknowledge, and file these Articles, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 22nd day of May, 1999.


Susan Ponder-Stansel
4266 Sunbeam Road
Jacksonville, Florida 32257

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

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

THE HOSPICE FOUNDATION FOR CARING, INC.

2. The name and address of the registered agent and office are:

Susan Ponder-Stansel
4266 Sunbeam Road
Jacksonville, Florida 32257

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 PROVISIONS 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.


SUSAN PONDER-STANSEL

May 22, 1999
DATE

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TALLAHASSEE, FLORIDA