

CHARTERED LAW FIRM OF  
**AUBIN WADE ROBINSON**  
Attorneys at Law

N 99000006624  
November 1999

**MAIL REPLY TO:**

P. O. BOX 210425  
ROYAL PALM BEACH, FL 33421

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

300003038029--0  
-11/08/99--01091--007  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

**Subject: GLADES HEALTH INITIATIVE INC.**

Dear Clerk:

Enclosed please find an original and two (2) copy of the articles of incorporation and a check for \$87.50:

Filing Fees .....	\$ 35.00
Registered Agent Designation .....	\$ 35.00
Two Certified Copies .....	\$ 17.50
TOTAL .....	\$ 87.50

**TELEPHONE:**

**561.333.8755**

**FAX:**

**561.791.7950**

**EMAIL:**

**Aubin\_Wade\_Robinson@Juno.com**

Please return all documents to:

Chartered Law Firm of AUBIN WADE ROBINSON  
P. O. Box 210425  
Royal Palm Beach, FL 33421

Tel: 561.333.8755

99 NOV -8 AM 11:17  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Office Locations:**

◆ **PALM BEACH:**

Royal Plaza, Esplanade  
505 Royal Palm Beach Blvd.  
Royal Palm Beach, Florida



**BROWARD:**

Envirwood Executive Plaza, Suite 205  
5950 West Oakland Park Blvd.  
Fort Lauderdale, Florida

Respectfully,

AUBIN WADE ROBINSON

NOV 9 1999

# ARTICLES OF INCORPORATION

## ARTICLE I.

### NAME and IDENTITY

The name of this corporation is GLADES HEALTH INITIATIVE INC.

There shall be a logo uniquely identifying this organization which shall be established in the bylaws.

## ARTICLE II.

### STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general social, educational and charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part 1 Chapter 617 of the Florida Statutes.

## ARTICLE III.

### GENERAL AND SPECIFIC PURPOSES

(a) The specific and primary purposes for which this corporation is formed are to operate for the furtherance of improving healthcare, reduce incidence of disease, and disease prevention for the common good and general welfare of the community through social, educational, and other charitable purposes, by the distribution of its funds for such purposes, more particularly:

1. Identify, review and assess local health issues in Western Palm Beach County with particular focus on the medically under served areas.
2. Educate and inform the community and health care providers as to the health issues affecting the community.
3. Sponsor educational forums and presentations bearing on the health issues, medical and environmental advances that encourage healthier and better quality of life.
4. Provide coordinated private access to public health agencies for disease testing with a view toward combating community health deterioration.
5. Assist and collaborate with public and private health providers in order to improve health care delivery and disease prevention.
6. Serve as the advisory committee for the Glades Health Survey.

(b) The general purposes for which this corporation is formed are to operate exclusively for such social, educational and charitable purposes as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

FILED  
99 NOV - 8 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(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 any candidate for public office.

**ARTICLE IV.  
TERM**

This corporation shall have a perpetual existence.

**ARTICLE V.  
MEMBERSHIP**

The corporation may have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

**ARTICLE VI.  
INCORPORATOR(S)**

The names and residence addresses of the incorporator(s) this corporation are as follows:  
Sandra Chamblee, 136 South Main Street, Belle Glade, FL 33430

**ARTICLE VII.  
LOCATION OF PRINCIPAL OFFICE  
AND IDENTIFICATION OF REGISTERED AGENT.**

(a) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of Palm Beach at 136 South Main Street, Belle Glade, FL 33430.

(b) The name and address of this corporation's registered agent is: AUBIN WADE ROBINSON, Attorney, 505 Royal Palm Beach Blvd, Royal Palm Beach, FL 33411

**ARTICLE VIII.**  
**MANAGEMENT OF CORPORATE AFFAIRS**

(A) Board of Directors: The Powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be a minimum of SEVEN (7) provided, however, that maximum number shall be set and may be changed by the bylaws duly adopted .

The directors named herein as the first board of directors shall hold office until the first meeting of members, at which time an election of directors shall be held. Directors elected at the first annual meeting, and at all times thereafter, shall be elected and serve in accordance with the bylaws, and until the qualification of the successors in office.

Annual meetings of the Membership shall be held in December of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution, or as provided in the bylaws.

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 members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such 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 which relates to action so taken 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 so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the board of directors are as follows:

Wilbur Littles, Jr., P. O. Box 781, South Bay FL 33493  
Reverend Johnny Johnson, 1411 SW Ave H, Belle Glade, FL 33430  
Cornelius Foster, 584 SW 10<sup>th</sup> Street, Belle Glade, FL 33430  
Mae Campbell, P.O. Box 815, Belle Glade, FL 33430  
Father John Mercantante, 1200 E. Main Street, Pahokee, FL 33476  
Shirley Walker, 200 SW 9<sup>th</sup> Street, Belle Glade, FL 33430  
Ken Schenck, 171 N. Lake Avenue, Pahokee, FL 33476  
Henrietta Johnson, 38754 State Road 80, Belle Glade, FL 33430  
Marvin Glover, P. O. Box 72, South Bay, FL 33493  
Thomas Cherizard, 308 NW Avenue K, Belle Glade, FL 33430  
Mary Kannel, P. O. Box 18887, West Palm Beach, FL 33416  
Gwen Asia Williams, P. O. Box 743, Belle Glade, FL 33430  
Mary S. Kendall, P. O. Box 594, Belle Glade, FL 33430  
Elizabeth Hernandez, 1500 NW Avenue L, Belle Glade, FL 33430  
Irene Figuero, P.O. Box 266, South Bay, FL 33493

Norman Harrison, Univ. of Florida Extension Campus, P. O. Box 8003, Belle Glade, FL 33430  
Steve Weeks, 1908 SE Avenue K, Belle Glade, FL 33430  
Janet Lewis, ARNP, 38754 State Road 80, Belle Glade, FL 33430

(B) *Corporate Officers.* The board of directors shall elect the following officers: President, Vice President, Treasurer, and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

**President:** Reverend Johnny Johnson, 1411 SW Ave H, Belle Glade, FL 33430

**Vice President:** Steve Weeks, 1908 SE Avenue K, Belle Glade, FL 33430

**Treasurer:** Shirley Walker, 200 SW 9<sup>th</sup> Street, Belle Glade, FL 33430

**Secretary:** Mary S. Kendall, P. O. Box 594, Belle Glade, FL 33430

#### **ARTICLE IX.**

##### **BYLAWS.**

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to or new bylaws may be adopted, either by a resolution of the majority of board of directors or by following the procedure set forth therefor in the bylaws.

#### **ARTICLE X.**

##### **DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to social, educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

#### **ARTICLE XI.**

##### **DISTRIBUTION OF ASSETS**

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for social, educational, cultural, or charitable purposes and which has established its tax exempt status under Section 501(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

**ARTICLE XII.  
AMENDMENT OF ARTICLES**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors by the vote of two-thirds of active board membership.

**Execution by Incorporator And Registered Agent:**

The undersigned, being the incorporator(s) of this corporation, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these articles of incorporation on: November 2, 1999 1999.

Sandra Chamblee  
Sandra Chamblee

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 NOV -8 AM 11:17

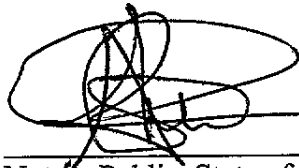
FILED

STATE OF FLORIDA     )  
  )  
PALM BEACH COUNTY    )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared SANDRA CHAMBLEE and known to me to be the person who executed this foregoing Articles of Incorporation of GLADES HEALTH INITIATIVE INC..

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the State and County aforesaid, this 2 day of NOVEMBER, 1999.

NOTARY PUBLIC - STATE OF FLORIDA  
AUBIN WADE ROBINSON  
COMMISSION # CCT31817  
EXPIRES 4/7/2002  
BONDED THRU ASA 1-888-NOTARY1



\_\_\_\_\_  
Notary Public, State of Florida

(Seal)

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.

Aubin Wade Robinson  
AUBIN WADE ROBINSON, ATTORNEY

November 2, 1999  
Date