

744441

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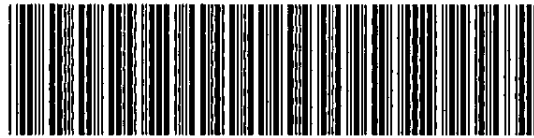
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend & Rest.
C.COULLETTE

OCT 09 2008

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Citrus Health Network, Inc.

DOCUMENT NUMBER: 744441

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Josephine C. Van Hemert, Esq.
(Name of Contact Person)

Citrus Health Network, Inc.
(Firm/ Company)

4175 West 20th Avenue
(Address)

Hialeah, Florida 33012
(City/ State and Zip Code)

For further information concerning this matter, please call:

Josephine C. Van Hemert at (305) 424-3070
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
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Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Restated Articles of Incorporation
for
Citrus Health Network, Inc.
Document # 744441

AMENDMENTS ADOPTED:

I.

The word “Amended” has been added before the words “Restated Articles of Incorporation” so that any reference to the revised articles of incorporation shall now be as follows: “Amended Restated Articles of Incorporation”.

II.

Article IV sub-paragraph 1:

Delete the word “mental” before the words “health services” so that the revised Article IV subparagraph 1 reads as follows:

1. To provide comprehensive health services and to seek and receive donations, grants, fees, contributions, and other sources of funding necessary to provide such services to the community; and

Articles of Amendment
to
Articles of Incorporation
of

Citrus Health Network, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

744441

(Document number of corporation (if known))

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this ***Florida Not For Profit Corporation*** adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

Please see attached.

(Attach additional pages if necessary)
(continued)

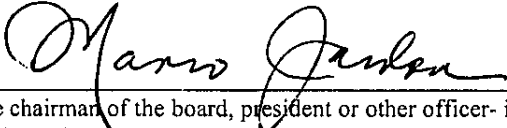
The date of adoption of the amendment(s) was: September 23, 2008

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature _____


(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Mario E. Jardon
(Typed or printed name of person signing)

President and CEO
(Title of person signing)

FILING FEE: \$35

**AMENDED RESTATED ARTICLES OF INCORPORATION
FOR
CITRUS HEALTH NETWORK, INC.**

According to the provisions of § 617.1007, Fla. Stat., Citrus Health Network, inc., pursuant to a resolution duly adopted by its Board of Directors, hereby adopts the following Amended Restated Articles of Incorporation:

ARTICLE I

The name of the corporation is Citrus Health Network, Inc.

ARTICLE II

The principal office of the Corporation is to be located at 4175 West 20th Avenue, Hialeah, Florida 33012.

ARTICLE III

The Chief Executive Officer is hereby appointed the registered agent for the Corporation.

ARTICLE IV

The purposes for which the Corporation is organized and the powers with which the Corporation is vested include, but are not limited to, the following:

1. To provide comprehensive health services and to seek and receive donations, grants, fees, contributions, and other sources of funding necessary to provide such services to the community; and
2. To provide elderly persons, disabled persons, and low-income families with housing facilities and services specially designed to meet their physical, social and psychological needs, and to promote their health, security, happiness, and usefulness in longer living. The charges for such facilities and services to be predicated upon the provision, maintenance, and operation thereof of a nonprofit basis.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including such purposes, the making of distributions to organizations that qualify as exempt organizations under 26 U.S.C. § 501(c)(3) (or the corresponding provision of any future United States Internal Revenue law or code). This is a nonprofit corporation and its purpose shall remain nonprofit.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its member directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. 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, or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE V

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under 26 U.S.C. § 501(c)(3) (or the corresponding provision of any future United States Internal Revenue law or code), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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.

ARTICLE VI

The Board of Directors shall consist of no less than nine (9) nor more than twenty-five (25) members. The number of Board members, manner of election, and term of office shall be provided in the Bylaws.

Additional members may be admitted at any meetings of the Board of Directors, provided they have met the qualifications and vote requirements in accordance with the Bylaws of the corporation.

ARTICLE VII

The affairs of the Corporation are to be managed by a Chairman, Vice-Chairman, Secretary, Treasurer, and such other officers as the Board of Directors shall elect. The manner of election and term of office shall be provided in the Bylaws.

ARTICLE VIII

The Bylaws of the Corporation shall be adopted by the Board of Directors and may be amended or rescinded in accordance with the applicable provisions of the Bylaws.

ARTICLE IX

The Corporation shall exist perpetually.

ARTICLE X

These Articles of Incorporation may be amended by a two-thirds ($\frac{2}{3}$) vote of those present and voting at any meeting of the Board of Directors of the corporation provided that fourteen (14) days notice has been given. The amendments shall be filed with, and approved by, the Secretary of State.

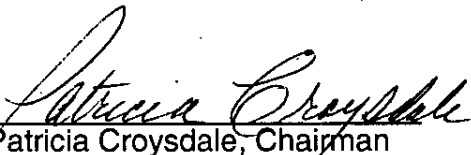
CITRUS HEALTH NETWORK, INC.

The foregoing Amended Restated Articles of Incorporation restate and integrate and do not further amend the provisions of the corporation's Articles of Incorporation as theretofore amended, and there is no discrepancy between those provisions and the provisions of the Amended Restated Articles of Incorporation.

There are no members or members entitled to vote. The foregoing Amended Restated Articles of Incorporation were duly adopted by its Board of Directors pursuant to a resolution made on September 23, 2008, by unanimous vote.

CITRUS HEALTH NETWORK, INC.

By:


Patricia Croysdale, Chairman