

701448

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

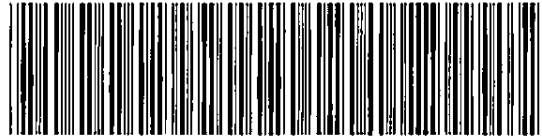
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600417445456

10/17/23--01010--025 **87.50

FILED
2023 OCT 17 PM 12:38
TALLAHASSEE, FLORIDA

JOSEPH R. CIANFRONE

ATTORNEY AT LAW

(727) 686-3560
Joseph.cianfrone@gmail.com
Attorneyjoe@gmail.com

1705 S. Atlantic Ave.,
#204
New Smyrna Beach,
Florida 32169

October 13, 2023

Department of State
Divisions of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Amended and Restated Articles of Incorporation
Bert Fish Medical Center Auxiliary, Inc., New Smyrna Beach, Florida
F/k/a Fish Memorial Hospital Auxiliary Inc., New Smyrna Beach, Florida
Original Document Number 701448

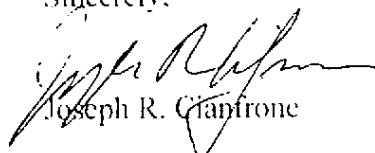
Dear Sir or Madame:

Enclosed please find Amended and Restated Articles of Incorporation for the above named not-for-profit corporation. The document was approved after due notice in accordance with the statute and approved by the requisite number of the members. I have enclosed a check in the amount of \$87.50 for the filing and the certified copy. This is a pro bono matter.

Under separate cover I am sending a Fictitious Name registration for the above entity. The Auxiliary Board and the AdventHealth Hospital Board want the name of the Auxiliary to match the name of the AdventHealth Hospital, New Smyrna Beach, Florida. I realize we could have changed the name of the Auxiliary and not need the Fictitious Name, but there were other considerations.

Please file and return a certified copy. If anything further is needed please do not hesitate to contact the undersigned.

Sincerely,


Joseph R. Cianfrone

**Amended and Restated Articles of Incorporation of Bert Fish Medical Center Auxiliary, Inc.,
New Smyrna Beach, Florida, D/B/A AdventHealth New Smyrna Beach Auxiliary, New
Smyrna Beach, Florida**

Article I

The name of this corporation is Bert Fish Medical Center Auxiliary, Inc. New Smyrna Beach, Florida, doing business as AdventHealth New Smyrna Beach Auxiliary, New Smyrna Beach, Florida.

Article II

The principal place of business of the corporation shall be 401 Palmetto Street, New Smyrna Beach, Florida 32168. The principal mailing address shall be 401 Palmetto Street, Mailbox #8, New Smyrna Beach, Florida 32168.

Article III

The corporation is organized for the purpose of promoting the welfare of the AdventHealth Hospital, New Smyrna Beach Florida through ways approved by the Advent Health Hospital Administrator and the Governing Board. The corporate purpose shall be accomplished by service to the Hospital and its patients and through fund raising in a manner satisfactory to the Hospital Administrator and Hospital Governing Board and in accordance with the Bylaws.

Article IV

In the event of dissolution, the residual assets of the Organization will be turned over to AdventHealth New Smyrna Beach which is exempt as an Organization described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law or to the Federal, State, or Local Government for exclusive public purpose. Notwithstanding any other provision of these Restated Articles of Incorporation, this Corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any further United States Internal Revenue Law or (b) a corporation, contributions to, which are deductible under, section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provisions of any further United States Internal Revenue Law.

Article V

The Board of Directors shall be the five Officers as elected by the members, plus the Department Chairpersons whose number shall not exceed thirteen, selected in accordance with the Bylaws. The Officers shall be the President, Vice President, Treasurer, Administrative Secretary and Membership Coordinator.

Article VI

The corporation shall have perpetual existence.

Article VII

Amendments to these Articles of Incorporation shall be approved by a majority of the members present and voting at a members' meeting, at which a quorum was present. A copy of the proposed amendment shall be mailed or emailed to the membership no less than seven days prior to the meeting.

Article VIII

These Amended and Restated Articles of Incorporation were approved by the requisite vote of the members, at a member meeting on 10/10/2023.

Bert Fish Medical Center Auxiliary Inc., New
Smyrna Beach, Florida, d/b/a AdventHealth New
Smyrna Beach Auxiliary, New Smyrna Beach,
Florida

Judith A. Miller
Secretary

Georgia Foster
President

FILED
2023 OCT 17 PM 12:38
CLERK OF DISTRICT COURT
JULIA J. SEE, FLORIDA