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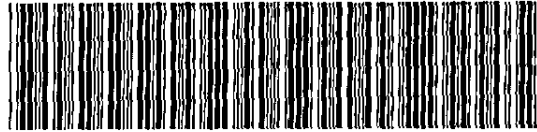
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TALLAHASSEE, FLORIDA

AMEND
CRC
6/20

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Central Florida Health Care, Inc.

DOCUMENT NUMBER: N/A

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

Please return all correspondence concerning this matter to the following:

Gaye Williams, Chief Financial Officer
(Name of Contact Person)

Central Florida Health Care, Inc.
(Firm/ Company)

950 CR 17 A West
(Address)

Avon Park, FL 33825
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Carla Benavides at (863) 452-3003
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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(Additional copy is
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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
409 E. Gaines Street
Tallahassee, FL 32399

AMENDMENTS TO
ARTICLES OF INCORPORATION
OF
CENTRAL FLORIDA HEALTH CARE, INC.
Formerly FLORIDA RURAL HEALTH SERVICES, INC.

FILED
05 JUN 20 AM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of CENTRAL FLORIDA HEALTH CARE, INC., formerly FLORIDA RURAL HEALTH SERVICES, INC., a corporation not for profit, is amended to substitute the following Articles in lieu of the Articles which appear in the original document:

ARTICLE I – NAME

The name of this corporation is CENTRAL FLORIDA HEALTH CARE, INC., formerly FLORIDA RURAL HEALTH SERVICES, INC. The street address of the principal office shall be maintained at 950 CR 17 A W., Avon Park, FL 33825, formerly 109 West Wall Street, Frostproof, Florida 33843.

ARTICLE II – PURPOSE

The specific purpose for which this corporation is formed is exclusively charitable, scientific, educational and benevolent, and not for the purpose of securing or influencing legislation. This corporation is not for the pecuniary benefit of and no part of its earnings shall inure to the benefit of any director, officer, member or individual. All properties acquired by this corporation and any revenues therefrom shall be used exclusively for the herein specified objectives.

ARTICLE III – THE POWERS

In furtherance of its general objects and not in limitation thereof, this corporation shall have the following powers:

1. To support, maintain and operate an institution to be known as the Central Florida Health Care, Inc. formerly Florida Rural Health Services, Inc., and its divisions, for the purpose of providing clinical and out-patient facilities, nursing homes, hospitals and supporting services in those areas within the State of Florida as are in need of such, so that dental, medical and other health care of high quality may be provided to persons, particularly in rural communities, without distinction or discrimination on account of race, color, condition or creed

of such persons and without any difference in the quality and manner of providing such care as between those able and those unable to pay therefore, further to provide and maintain in connection with the services and properties, among other things, transportation, medical, dental and other appropriate staffs and the establishment and collection of appropriate fees, grants, gifts, etc., to maintain any or all such objects and services.

2. To promote, support, foster and encourage the participation of doctors in a program of continuing medical and surgical education and training related, among other things, to the study of such medical and health conditions as are peculiar to the territory served by the corporation.

3. To promote, conduct, aid and assist scientific and medical research as to the nature, causes, effects, treatment, amelioration and cure of diseases and organic defects of the human body, including, but not limited to pulmonary functions, cancer, tuberculosis, pneumonia, syphilis, traumatic injuries and mental and bodily diseases and infirmities of all kinds.

4. To conduct researches with respect of and to promote the health and bodily welfare of humanity; to conduct researches and investigate the effect of drugs, surgery and all treatments for bodily and mental illnesses or weaknesses and their effect upon the human body.

5. To publish and promulgate in every manner for the protection of the health of the public, so long as it is not done for private profit, the results of the researches, investigations and information respecting or in furtherance of any of the foregoing purposes.

6. In furtherance of said powers, the corporation shall have power to receive, buy, purchase, own, hold, lease, manage, option, sell, exchange, or otherwise acquire, or dispose of real and personal property of all kinds, and to borrow money and to execute, issue and deliver notes, bonds and other securities, and to secure the payment thereof by deeds of trust, mortgages and/or pledges of any property, real or personal, that may be held or owned by the corporation, and to execute deeds of trust, mortgages, or other liens upon real and personal property, all upon such terms and conditions as may be determined by the corporation, but such power is subject to the limitations hereinbefore set forth that none of such activities shall be for private profit or inure to the benefit of any member of the corporation.

7. To receive contributions, donations, gifts, bequests, legacies, devises, transfers, deeds and other assignments of property, real, personal and mixed, including but not limited to grants from any governmental agency or corporation, and to own, hold, use, manage, sell, lease or otherwise dispose of the same; provided, however, that all such property transferred to the corporation shall be used solely for the charitable, scientific, educational and benevolent purposes hereinbefore set out.

8. To erect, remodel, maintain, and operate upon real estate that may be owned, or leased by the corporation, buildings, laboratories, and other structures to be used as hospitals, clinics, nursing and training schools, nurses homes and for any other purpose useful, necessary or convenient in the furtherance of any of the objects and powers of the corporation, and to equip and furnish the same with personal property or otherwise, and, without limiting the generality of the foregoing, to acquire, own, hold, use and dispose of laboratories, scientific instruments, drugs, experimental devices and other things of whatsoever nature that may be useful, necessary or convenient in furtherance of any of the objects and powers of the corporation.

9. To aid and assist by gift, donation or otherwise any person, firm, corporation, institution, foundation or association that may be engaged in the conduct and promotion of non-profit charitable, scientific, educational and benevolent activities of the same character as the corporation itself might engage in or promote under the provisions hereinbefore set forth.

10. To do all things and engage in all activities necessary, suitable and proper for the attainment of any of the objects or the accomplishment of any of the purposes or the furtherance of any of the powers hereinbefore set forth.

11. To promote and advance the art of medical technology by connecting with training institutions and hospitals for the instruction and training of potential student providers of health care.

All of the foregoing activities may be engaged in and all of the foregoing powers may be exercised by the corporation through or in cooperation with any other individuals, corporations, firms, institutions, foundations, associations, and trusts, charitable or otherwise, and all of the foregoing activities and powers may be engaged in or exercised directly or indirectly, but nothing herein shall be interpreted as vesting any power in the corporation for the exercise of any of the foregoing powers or the engagement in any of the foregoing

activities except subject to the limitations herein set forth in the first paragraph of this paragraph III.

In accordance with and subject to the laws of the State of Florida that then may be in force, the members of the corporation, as hereinafter set forth, may, by a majority vote of the Policy Board, dissolve the corporation or any of its divisions, but upon such dissolution, no part of its funds or property shall be distributed to or among its members, but after payment of all of the indebtedness and obligations of the corporation, its surplus funds and property shall be used for such non-profit charitable, educational, benevolent and scientific purposes concerned with the promotion and protection of health as selected by majority vote of the Policy Board, and without limiting the generality of the foregoing, the members of the corporation and/or the directors thereof shall have the rights to transfer, assign and/or convey all or any part or parts of said surplus funds or property to any corporation, institution, foundation or trust, all of the activities and powers of which are charitable, benevolent, scientific or educational, and of a non-profit nature, and no part of the activities of which are the carrying on of propaganda or otherwise attempting to influence legislation.

The foregoing provisos of this Article are to be construed as both objects and powers, and except as may be herein specified, shall in no sense be limited by any other proviso of these Articles of Incorporation, but shall be regarded as independent objects and powers, provided, however, that nothing herein contained shall be construed as authority to carry on business or exercise any power or undertake any act which may be inconsistent with Chapter 617 of the Florida Statutes, or in anywise inconsistent with Section 501 © (3) of the Internal Revenue Code.

ARTICLE IV – QUALIFICATION FOR MEMBERSHIP

All persons over the age of eighteen (18) are eligible for membership. No member of the Board shall be an employee of the corporation, not the spouse, brother or sister, parent, or blood marriage of an employee. All members shall be admitted upon receipt of an application for membership and approval by the Board of Directors.

ARTICLE V – TERM

This corporation shall have perpetual existence.

ARTICLE VI – BOARD OF DIRECTORS

The business affairs of this corporation shall be managed by a Board of Directors consisting of nine (9) to twenty-five (25) directors as stated in the By-Laws. Officers of this corporation shall be selected from that Board of Directors.

The names and addresses of the present Board of Directors of this corporation, and of the Chairman, Vice-Chairman, Secretary, Treasurer, and Parliamentarian of the corporation who shall hold office until their successors are elected and shall have qualified, are:

<u>NAME</u>	<u>POSITION</u>	<u>ADDRESS</u>
David A. Duke	Director and Chairman	PO Box 366 Frostproof, FL 33843
Roy Tyler	Director and Vice Chairman	1103 Avenue E Haines City, FL 33844
Nancy Odham	Director and Secretary	1500 Sam Ashbury Avenue Avon Park, FL 33825
Kathleen Roehm	Director and Treasurer	249 Maxwell Drive Wauchula, FL 33873
Audrey Vickers	Director	1825 Wright Lane Lorida, FL 33857
Daphne Garrison	Director	PO Box 174 Dundee, FL 33838
Sam Cruz	Director	PO Box 494 Frostproof, FL 33843
Ruth Hodges	Director	1429 Highway 64 West Wauchula, FL 33873
Maria Guerrero	Director	4463 East Main Street Wauchula, FL 33873
Floyd McClinton	Director	PO Box 598 Avon Park, FL 33825

Directors shall be elected as provided in the By-Laws by a majority vote of the members at their regular annual meeting to be held at the time provided in the By-Laws. Officers shall be elected by the Directors from their own number at a meeting of the Directors to be held immediately following the annual meeting. Interim vacancies in the Board of Directors, or in the offices of the corporation, shall be filled by the Board of Directors.

ARTICLE VII – BY – LAWS

The By-Laws of this corporation shall be made, altered, amended or rescinded by the Board of Directors.

The By-Laws may be amended at a special meeting of the corporation called by the Board of Directors for the specific purpose of amending the By-Laws. A two-thirds vote of those persons voting is required for amendment. All amendments brought before the corporation must be submitted in written form at least one (1) month prior to the corporation meeting.

ARTICLE VIII – AMENDMENTS

Amendments to these Article of Incorporation may be proposed by any Director of the corporation, and upon affirmative vote by two-thirds of the Board of Directors recommending the adoption of same, said amendment shall be submitted to a vote of the membership. Upon approval of a proposed amendment by two-thirds of the membership present at such meeting, and the filing thereof with the Secretary of State, any such proposed amendment shall become effective.

ARTICLE IX – DISSOLUTION

Should this corporation be dissolved, other than incident to merger or consolidation, the assets of this corporation shall be dedicated, granted, conveyed and assigned to any non-profit public or private agency, corporation, association, trust or similar organization devoted to and used for purposes similar to those for which this corporation was created, so long as said grant, dedication, conveyance or assignment shall not be inconsistent with Section 501 © (3) of the Internal Revenue Code.

I HEREBY CERTIFY that the above Amendment to the Articles of Incorporation of Central Florida Health Care, Inc., formerly Florida Rural Health Services, Inc. (a corporation not for profit), organized under the laws of the State of Florida on July 5, 1973, by approval of the Secretary of State of Florida, was approved by the two-thirds membership of the corporation at the meeting duly called on the 14 day of June, 2005.

CENTRAL FLORIDA HEALTH CARE, INC.,
Formerly, FLORIDA RURAL HEALTH SERVICES, INC.

(CORPORATE SEAL)

By: *Gay Williams*
Chief Executive Officer

ATTEST: *Nancy L. Odham*
Secretary

The date of adoption of the amendment(s) was: June 14, 2005

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. Amendments & Reinstated - Attached
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 16th day of June, 2005.

Signature Gaye Williams
(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.)

Gaye Williams,
(Typed or printed name of person signing)

Chief Executive Officer
(Title of person signing)

FILING FEE: \$35