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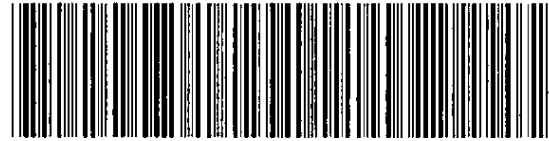
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Restated Articles

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**CT CORP**  
**(850) 656- 4724**  
**3458 lakesore Drive**  
**Tallahassee, FL 32312**

**Date:** 10/01/2024

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Name:	Hospice of St. Francis, Inc.
Document #:	
Order #:	15896662

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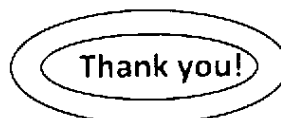
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Amount: \$ **43.75**



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ARTICLES OF RESTATEMENT  
OF THE ARTICLES OF INCORPORATION  
OF  
HOSPICE OF ST. FRANCIS, INC.

CLERK OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1007, *Florida Statutes*, Hospice of St. Francis, Inc., a Florida not for profit corporation (the "Corporation"), hereby submits these Articles of Restatement to its Articles of Incorporation.

ARTICLE I  
Restated Articles of Incorporation

The Restated Articles of Incorporation of the Corporation are attached to these Articles of Restatement as Exhibit A.

ARTICLE II  
Certificate

The Restated Articles of Incorporation were approved by the unanimous written consent of the Board of Directors of the Corporation in accordance with the existing Articles of Incorporation of the Corporation and the requirements of Chapter 617, *Florida Statutes*. The Restated Articles of Incorporation supersede the existing Articles of Incorporation of the Corporation.

IN WITNESS WHEREOF, the Corporation adopts these Articles of Restatement on the 1<sup>st</sup> day of October, 2024.

HOSPICE OF ST. FRANCIS, INC.

By: 

Name: Joseph Killian

Title: President/CEO

**EXHIBIT A**

**RESTATED ARTICLES OF INCORPORATION**

[see attached]

**RESTATED ARTICLES OF INCORPORATION  
OF  
HOSPICE OF ST. FRANCIS, INC.  
(A Florida Not For Profit Corporation)**

Hospice of St. Francis, Inc. (the "Corporation") hereby submits these Restated Articles of Incorporation to the Florida Secretary of State.

**ARTICLE I  
NAME; PRINCIPAL OFFICE**

The name of the Corporation is "Hospice of St. Francis, Inc." The principal office of the Corporation is located at 1250-B Grumman Place, Titusville, Florida 32780.

**ARTICLE II  
PURPOSES**

A. The purposes for which the Corporation is organized are exclusively charitable, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law, including:

1) the establishment and operation of a comprehensive program to deal with the medical and psychosocial problems of persons with life limiting disease and the related problems of their families and significant others, including bereavement;

2) the provision of a full continuum of palliative and supportive care and other hospice services for terminally ill patients and their families within the requirements and guidelines of Part VI of Chapter 400 of the Florida Statutes, or any successor provisions of Florida law; and

3) the development and support of programs of public and professional education in the field of medical and psychosocial care and counseling of terminally ill persons and those close to them and for the families and significant others of deceased persons including community outreach and crisis intervention.

B. The Corporation is a member of a group of affiliated corporations. The parent corporation is Health and Palliative Services of the Treasure Coast, Inc., a Florida not for profit corporation, which is the sole member of: (1) The Hospice of Martin & St. Lucie, Inc. (d/b/a Treasure Coast Hospice, Martin), a Florida not for profit corporation, (2) Hospice of the Treasure Coast, Inc. (d/b/a Treasure Coast Hospice, St. Lucie), a Florida not for profit corporation, (3) Treasure Coast Hospice Counseling Services, LLC, a Florida limited liability company, and (4) the Corporation (and the Corporation's wholly-owned subsidiary—St. Francis Pathways to Health Care, LLC, Florida limited liability company, all of which are organized and operated to provide comprehensive hospice and palliative care services; (5) Treasure Coast Palliative Care, LLC, a Florida limited liability company, which provides symptom management control for community residents suffering from chronic illness; and (6) The Hospice Foundation of Martin & St. Lucie, Inc. (d/b/a Treasure Coast Hospice Foundation), a Florida not for profit corporation, and (7) The Hospice of St. Francis Foundation, Inc., a Florida not for profit corporation. This Corporation will support, coordinate, cooperate and contract with such affiliated corporations in order to foster an efficient, effective and integrated health care delivery system.

C. No dividends shall be paid, and no part of the income of the Corporation shall be distributed or inure to the benefit of any member, director, officer or private person, 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 Paragraphs A and B of this Article II. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

D. The Corporation shall have and exercise all rights and powers conferred upon not for profit corporations under the laws of the State of Florida; provided, however, that the Corporation is not empowered, except to an insubstantial degree, to engage in any activity that in itself is not in furtherance of its purposes as set forth in Paragraphs A and B of this Article II.

E. Other provisions of these Restated Articles of Incorporation notwithstanding, the Corporation shall 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 1986, as amended, or the corresponding provision of any future 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 1986, as amended, or any other corresponding provision of any future United States Internal Revenue Law.

### **ARTICLE III**

#### **TERM**

The Corporation shall have a perpetual existence.

### **ARTICLE IV**

#### **MEMBERSHIP**

The sole member of the Corporation shall be Health and Palliative Services of the Treasure Coast, Inc., a Florida not for profit corporation. Membership in this Corporation is transferable or assignable as determined by the Member.

### **ARTICLE V**

#### **ELECTION OF DIRECTORS**

The affairs of the Corporation shall be managed by the Board of Directors, which shall consist of not less than seven (7) members as shall be established by the sole member of the Corporation. All Directors shall be appointed by the sole member of the Corporation as more fully described in the Bylaws of the Corporation. The sole member of the Corporation shall have the right to remove any Directors at any time with or without cause.

### **ARTICLE VI**

#### **REGISTERED OFFICE AND AGENT**

The registered office of the Corporation shall be at 3461 SE Willoughby Blvd., Stuart, FL 34994. The registered agent at such address shall be Fox McCluskey Bush Robison, PLLC.

**ARTICLE VII**  
**BYLAWS**

The Board of Directors of the Corporation may adopt such Bylaws for the conduct of its business and the carrying out of its purposes as it may deem necessary from time to time.

**ARTICLE VIII**  
**AMENDMENT OF ARTICLES**

These Restated Articles of Incorporation may be amended at any time and from time to time by the board of directors of the sole member.

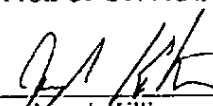
**ARTICLE IX**  
**DISSOLUTION**

Should the Corporation be dissolved, after payment or making provision for the payment of all of the liabilities of the Corporation, all of the assets of the Corporation shall be distributed to the sole member of the Corporation. In the event the sole member of the Corporation is not then in existence, or does not at such time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law, or is otherwise unable for any reason to accept title to such assets, then all of the assets of the Corporation shall be distributed in such manner, and to such 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 Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provision of any future United States Internal Revenue Law or to the federal government, or to a state or local government, for a public purpose, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the proper Court of the County in which the principal office is then located, in such manner and to such exempt organization or organizations or government, as said Court shall determine.

\* \* \*

IN WITNESS WHEREOF, the Corporation adopts these Restated Articles of Incorporation on the 1<sup>st</sup> day of October, 2024.

HOSPICE OF ST. FRANCIS, INC.

By:   
Name: Joseph Killian  
Title: President/CEO