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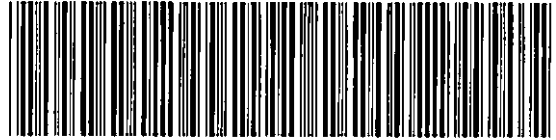
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SECRETARY OF STATE
TALLAHASSEE, FL

Holland & Knight

Requester's Name
315 South Calhoun Street, suite 600

Address
Tallahassee, FL 32301 (850)425-5686
City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Lee Memorial Home Health Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
LEE MEMORIAL HOME HEALTH, INC.
A CORPORATION NOT FOR PROFIT**

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Article One. - Name.

The name of this corporation shall be Lee Memorial Home Health, Inc.

Article Two. - Statement of Corporate Nature.

This corporation is a not-for-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not For Profit law as set forth in Part I of Chapter 617, Florida Statutes.

Article Three. - General and Specific Purposes.

The specific and primary purposes for which this corporation is formed are to operate for the advancement of health care and for other charitable purposes, by the distribution of its funds for such purposes and particularly for providing home health services and related healthcare services under the auspices of LEE HEALTH SYSTEM, INC., a Florida not-for-profit corporation.

The general purposes for which this corporation is formed are to operate exclusively for such charitable purposes as will qualify it as an exempt organization under section 501(c)(3) of the United States Internal Revenue Code of 1986 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 the aforesaid Code.

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 Four. - Term.

This corporation shall have a perpetual existence.

Article Five. - Incorporators.

The names and addresses of the initial subscribing members of this corporation were as follows:

Alan A Bruckner
119 East Flagler Street
Miami, Florida

Alan Douglas Greene
119 East Flagler Street
Miami, Florida

Richard L. Manas
119 East Flagler Street
Miami, Florida

Article Six. - Principal Office and Registered Agent.

The principal office for the transaction of the business of this corporation shall be 2776 Cleveland Avenue, Fort Myers, Lee County, Florida.

The name and address of the corporation's registered agent is

Mary McGillicuddy
2776 Cleveland Avenue
Fort Myers, Florida 33901

Article Seven. - Membership.

The corporation shall have no members.

Article Eight. - Board of Directors.

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors consisting of ten (10) directors, who shall be the directors elected or appointed to the Board of Directors of Lee Health System, Inc., a Florida not-for-profit corporation. Upon the creation of a vacancy in the position of director of the corporation, a person appointed or elected under applicable law to fill the office of Director on the Board of Directors of Lee Health System, Inc. shall automatically fill the vacancy on the board of directors of this corporation.

Article Nine. - Indemnification.

The corporation shall defend and indemnify any officer or director who is a party to any threatened or pending lawsuit or to any civil or administrative action or proceeding by reason of the fact that the officer or director serves in such corporate capacity, as long as said officer or director acted in good faith and in the best interest of the corporation.

Officers and directors shall not be liable for the debts, liabilities or other obligations of the corporation and shall not be subject to any corporate assessments.

Article Ten. - Bylaws.

Subject to the limitations contained in the bylaws, and any limitations set forth in the Florida Corporations Not for Profit Law, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, by following the procedure set forth in the bylaws.

Article Eleven. - Dedication of Assets.

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

Article Twelve. - Distribution of Assets.

Upon dissolution or winding up of this corporation, all 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 that is organized and operated as a governmental agency or exclusively for charitable

purposes and is a tax-exempt organization under section 501(c)(3) of the United States Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

Article Thirteen. - Amendment of Articles.

Amendments to these Articles of Incorporation and any subsequent Amendments thereto may be adopted by a majority vote of the total number of directors on the board of directors.

These Amended and Restated Articles of Incorporation are effective on November 1, 2024.

* * * * *

CERTIFICATE

I, Dane Allen, Secretary of Lee Memorial Home Health, Inc., certify that the foregoing Amended and Restated Articles of Incorporation of Lee Memorial Home Health, Inc. contains amendments to said Articles of Incorporation and that the restated document including the amendments were adopted by the Board of Directors on the 29th day of October, 2024. There are no members of the corporation.

A handwritten signature in black ink, appearing to read 'D. Allen', is written over a horizontal line.

Dane Allen Secretary
LEE MEMORIAL HOME HEALTH, INC.