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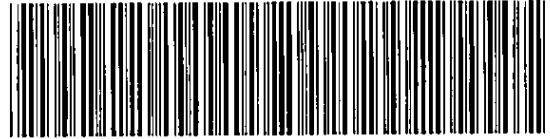
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*Amended &  
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SECRETARY OF STATE  
TALLAHASSEE, FL 32301

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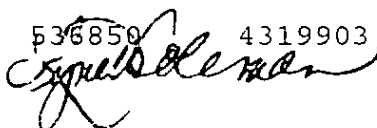
A. RAMSEY

MAR 02 2023

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 536850 4319903

AUTHORIZATION : 

COST LIMIT : \$ 35.00

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ORDER DATE : March 1, 2023

ORDER TIME : 9:09 AM

ORDER NO. : 536850-010

CUSTOMER NO: 4319903  
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DOMESTIC AMENDMENT FILING

NAME: HOPE HOSPICE AND COMMUNITY  
SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT#

EXAMINER'S INITIALS: \_\_\_\_\_

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

2023 MAR -1 AM 10:20

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**HOPE HOSPICE AND COMMUNITY SERVICES, INC.**

Pursuant to Sections 617.1002 and 617.1007(4) of the Florida Statutes, the Members of Hope Hospice and Community Services, Inc. adopted these Amended and Restated Articles of Incorporation of the Corporation which Articles of Incorporation were originally filed on September 11, 1981.

**ARTICLE I**

**NAME AND ADDRESS**

The name of the corporation is Hope Hospice and Community Services, Inc. (the "Corporation"). The street address of the Corporation's principal office and the Corporation's mailing address is 9470 HealthPark Circle, Fort Myers, Florida 33908, or at such other location in Lee County, Florida, as may be approved by the Board of Directors with the consent of the Sole Member.

**ARTICLE II**

**PURPOSES**

The Corporation is organized exclusively for educational and charitable purposes 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 (the "Code") and is not formed for pecuniary profit or financial gain. The Corporation is authorized to perform any lawful act or activity for which corporations not-for-profit may be formed under the Florida Not For Profit Corporation Act. Notwithstanding any other provisions of these Articles to the contrary, the Corporation shall not have or exercise any power which would cause it not to qualify as a tax-exempt organization under section 501(c)(3) of the Code; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. These purposes include but are not limited to the following:

1. To establish and maintain services for the support and care of persons with or affected by life-limiting or advanced illnesses.
2. To promote the philosophy that the quality of life is important and that life should be lived to its fullest extent by those persons with or affected by life-limiting or advanced illnesses.
3. To promote understanding of the needs of persons with or affected by life-limiting or advanced illnesses.
4. To obtain public involvement and support by disseminating the aims and purposes of this not for profit corporation and its activities to the general public.
5. To do all other tasks, including the conducting of all activities, necessary, suitable, convenient, useful or expedient in connection with, or incidental to, the accomplishment

of any of the purposes set forth herein and in furtherance of the Corporation's participation in the health system conducted through and governed by Chapters Health System, Inc., a Florida not for profit corporation, to the full extent permitted by the Bylaws and the laws of the sovereign State of Florida.

### **ARTICLE III**

#### **MEMBERS**

The sole member of the Corporation is Chapters Health System, Inc., its successors and assigns (the "Sole Member"). The Sole Member shall have and exercise such reserved rights and powers related to the Corporation as shall be set forth in the Bylaws.

### **ARTICLE IV**

#### **DIRECTORS**

The number of directors constituting the Board of Directors of the Corporation shall be as provided in the Bylaws, provided, however, the number of directors shall not be less than seven (7). The manner in which the Directors are to be elected or appointed shall be as stated in the Bylaws.

### **ARTICLE V**

#### **OFFICERS**

The officers and their manner of election shall be as provided in the Bylaws.

### **ARTICLE IV**

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

The registered agent for the Corporation is Andrew K. Molosky. The registered office address for the Corporation is 12470 Telecom Drive, Suite 301, Temple Terrace, FL 33637.

### **ARTICLE VII**

#### **BYLAWS**

The Bylaws of the Corporation may be amended, altered, added to or rescinded only in the manner as stated in the Bylaws and only with the approval of the Sole Member (by the vote of a majority of the Sole Member's Board of Directors at the time of such amendment).

### **ARTICLE VIII**

#### **AMENDMENTS**

These Amended and Restated Articles of Incorporation may be amended only in the manner as stated in the Bylaws and only with the approval of the Sole Member (by the vote of a majority of the Sole Member's Board of Directors at the time of such amendment).

## **ARTICLE IX**

### **DISTRIBUTION UPON DISSOLUTION**

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to the Sole Member if the Sole Member is exempt under Section 501(c)(3) of the Code at the time of such distribution. If the Sole Member is not exempt under Section 501(c)(3) of the Code at the time of such distribution, then such assets shall be distributed to one or more organizations qualified as exempt under Section 501(c)(3) of the Code.

## **ARTICLE X**

### **TAX EXEMPT RESTRICTIONS**

**Section 1. Prohibition on Private Inurement.** Notwithstanding any other provision of these Amended and Restated Articles of Incorporation to the contrary, no part of the net earnings, current or accumulated, or property of the Corporation shall inure to the benefit of, or be distributed to, the Corporation's members, directors, officers, or other private persons, except that the Corporation may pay compensation in a reasonable amount to its members, directors, or officers for services rendered, and upon dissolution, final liquidation or partial liquidation, may make distributions to its qualifying members to the extent permitted by these Amended and Restated Articles of Incorporation and applicable law.

**Section 2. Prohibition on Dividends.** Notwithstanding any other provision of these Amended and Restated Articles of Incorporation to the contrary, the Corporation shall not have the power to declare dividends. The Corporation may, however, confer benefits upon its Sole Member in conformity with its purposes and the Corporation's Bylaws, so long as the Sole Member is an exempt organization under Section 501(c)(3) of the Code at the time of the conferring of such benefits.

**Section 3. Limitation of Lobbying Activities.** Notwithstanding any other provision of these Amended and Restated Articles of Incorporation to the contrary, no substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation.

**Section 4. Prohibition on Intervening in Political Campaigns.** Notwithstanding any other provision of these Amended and Restated Articles of Incorporation to the contrary, 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.

## **ARTICLE XI**

### **INDEMNIFICATION**

To the fullest extent permitted by law, the Corporation shall indemnify any person who is or was an officer, director, or employee of the Corporation, or who is or was serving at the request of the Board of Directors or an officer of the Corporation as an officer, director, or employee of another corporation, partnership, limited liability company, or other entity. Any amendment, modification or repeal of this Article XI shall be prospective only and shall not in any way have the effect of limiting or denying any rights of any such person under this Article XI as in effect

immediately prior to such amendment, modification or repeal. The right to indemnification conferred in this Article XI shall not be exclusive of any other right which any such person who is entitled to indemnification pursuant to this Article XI may have or hereafter acquire under any applicable law (common or statutory), provision of the Bylaws of the Corporation, agreement, vote of the Board of Directors of the Corporation or otherwise.

## **ARTICLE XII**

### **ARTICLE CONSOLIDATION**

These Amended and Restated Articles of Incorporation superseded the original Articles of Incorporation of the Corporation and all amendments thereto.

## **ARTICLE XIII**

### **EFFECTIVE DATE**

These Amended and Restated Articles of Incorporation shall be effective as of March 1, 2023.

These Amended and Restated Articles of Incorporation were adopted by the Members of the Corporation at a meeting held on February 23, 2023, and the number of votes cast by the Members was sufficient for approval.

WHEREFORE, the undersigned Chair of the Board of Directors of Hope Hospice and Community Services, Inc., has executed these Amended and Restated Articles of Incorporation to be effective the 1<sup>st</sup> day of March, 2023.

**HOPE HOSPICE AND COMMUNITY  
SERVICES, INC.**


A handwritten signature in black ink, appearing to read 'C. Idelson', is written over a horizontal line. To the right of the signature, the initials 'eob' are handwritten.

Name: Charles K. Idelson  
As Its: Chair of Board of Directors

### ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent to accept service of process for Hope Hospice and Community Services, Inc. at the place designated in these Amended and Restated Articles of Incorporation, I represent that I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Date: 2/24/2023

  
\_\_\_\_\_  
Andrew K. Molosky