

F98000000757

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

300002424973--9
-02/09/98--01047--017
*****70.00 *****70.00

Catholic Health East, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -9 PM 12:06

mtm

2/9

RECEIVED

98 FEB -9 AM 11:23

VISION CORP

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Co. | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name Filing |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> CUS | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | |
| <input type="checkbox"/> Mail Out | | |

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

2/9

Thanks

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Catholic Health East, Inc.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Pennsylvania

(State or country under the laws of which it is incorporated)

3. October 1, 1997

(Date of Incorporation)

4. Perpetual

(Duration)

5. 23-2929748

(Federal Employer Identification number, if applicable)

6. February 19, 1998

(Date corporation first conducted affairs in Florida. See sections 617.1501, 617.1502, and 617.155, F.S.)

7. Radnor Corporate Center, 100 Matsonford Rd., Bldg. 3, Ste. 220, Radnor, PA 19087
(Current mailing address)

8. PLEASE SEE EXHIBIT A, ATTACHED HERETO.

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Names and addresses of officers and/or directors:

A. Directors:

Chairman: Edward J. Connors

Address: 10 Main Street

Morrisville, VT 05661

DIRECTOR:

~~Vice Chairman:~~ Regina Benjamin, MD

Address: 13823 Shell Belt Road

Bayou La Batre, AL 36509

Director: George M. Cantonis

Address: 855 East Pine Street

Tarpon Springs, FL 34689

Director: Mary Caritas Geary, SP

Address: 5 Gamelin Street

Holyoke, MA 01040-4083

PLEASE SEE ATTACHED ADDENDUM FOR ADDITIONAL DIRECTORS

(FLA. - NP 1189 - 1/13/93)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -9 PM 12:06

B. Officers:

President: Daniel F. Russell
Address: Radnor Corporate Center, 100 Matsonford Rd., Bldg. 3, Ste. 220
Radnor, PA 19087

Vice President: NONE
Address: _____

Secretary: Stanley T. Urban
Address: Radnor Corporate Center, 100 Matsonford Rd., Bldg. 3, Ste 220
Radnor, PA 19087

Treasurer: C. Kent Russell
Address: Radnor Corporate Center, 100 Matsonford Rd., Bldg. 3, Ste. 220
Radnor, PA 19087

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T CORPORATION SYSTEM
Office Address: c/o C T CORPORATION SYSTEM, 1200 S. Pine Island Rd.,
Plantation, Florida 33324
Zip Code

11. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: Lisa K. Pastor C T CORPORATION SYSTEM
Lisa K. Pastor (Officer)
Asst. Secy. (Type Name)
(Title)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Daniel F. Russell, President
(Typed or printed name and capacity of person signing application)

CATHOLIC HEALTH EAST

Board of Directors

Edward J. Connors (Chairperson)
Connors/Roberts & Associates
P. O. Box 699, 10 Main Street
Morrisville, VT 05661

Regina Benjamin, MD
13823 Shell Belt Road
Bayou La Batre, AL 36509

George M. Cantonis
Executive Vice President
Acme Sponge & Chamois Co., Inc.
P. O. Box 338
855 E. Pine Street
Tarpon Springs, FL 34689

Mary Caritas Geary, SP
5 Gamelin Street
Holyoke, MA 01040-4083

Mary Croghan, OSF, FACHE
Assistant Administrator
TriState Memorial Hospital
1221 Highland Avenue
P. O. Box 189
Clarkston, WA 99403

Peggy Gorman, RSM
Sisters of Mercy of the Americas
Regional Community of Buffalo
South 5245 Murphy Road
Orchard Park, NY 14127

Thomas J. Harvey
Senior Policy Fellow
Center of Concern
3700 13th Street N.E.
Washington, DC 20017

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -9 PM 3:40

William H. Izlar, Jr.
126 The Prado
Atlanta, GA 30309

Kathleen Maire, OSF
720 West 231st Street
Bronx, NY 10463

Christine McCann, RSM
Sisters of Mercy of the Americas
Regional Community of Merion
515 Montgomery Avenue
Merion, PA 19066

A. Diane Moeller
924 South 117th Court
Omaha, NE 68114

Tim Porter-O'Grady, Ed.D., Ph.D.
Senior Partner
Tim Porter-O'Grady Associates, Inc.
1710 Barnesdale Way
Atlanta, GA 30309-2602

Daniel F. Russell
Catholic Health East
100 Matsonford Road
3 Radnor Corporate Center, Suite 220
Radnor, PA 19087-4592

Rosemary J. Sgroi, rsm
Sisters of Mercy of the Americas
Regional Community of Albany
310 S. Manning Boulevard
Albany, NY 12208

Richard A. Stebbins
Bay Bank
1500 Main Street
Springfield, MA 01115

Marlene Weidenborner, OSF
Franciscan Sisters of Allegany

FILED
SECRETARY OF STATE
DIVISION OF RECEPTIONS
98 FEB -9 PM 3:40

115 E. Main Street
Allegany, NY 14706

Barbara M. Wheeley, RSM, Ph.D.
Sisters of Mercy of the Americas
Regional Community of Baltimore
1300 Northern Parkway ("Covered Walk-Way")
P. O. Box 11448
Baltimore, MD 21239

Patricia Wolf, RSM
St. Anthony's Convent
4500 Matilda Avenue
Bronx, NY 10470

Rev. Mr. Joel M. Ziff
344 Cambridge Road
Norristown, PA 19401

FILED
SECRETARY OF STATE
DIVISION OF RECORDS & ADMINISTRATION
98 FEB -9 PM 3:40

EXHIBIT A

The Corporation is incorporated under the Pennsylvania Nonprofit Corporation Law of 1988, 15 Pa. C.S.A. § 5101 et seq., (the "Act") for the following purpose or purposes:

A. The Corporation is organized and shall be operated exclusively for the charitable, scientific, educational and religious purposes of supporting and strengthening the health care ministries of the Sponsoring Organizations (comprised of certain Regional Communities and Religious Congregations) which operate and are controlled in conformity with the ethical and moral teachings of the Roman Catholic Church, and promoting efficient governance and management, cooperative planning and the sharing of resources among such health care ministries. Specifically, the Corporation is organized and shall be operated exclusively for the benefit of the aforesaid health care ministries, as well as those Constituent Corporations of the Corporation that are described in Section 501(c)(3), and Section 509(a)(1), Section 509(a)(2) or Section 509(a)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax law (hereinafter the "Code").

B. The Corporation shall not be operated for the pecuniary gain or profit, incidental or otherwise, of any private individual. No part of the net earnings of the Corporation shall inure to the benefit of, or to be distributable to, its Directors, Officers or other private individuals, 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 exempt purposes set forth herein. 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 distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code; or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 FEB 19 12:06

ADDENDUM

CATHOLIC HEALTH EAST

LISTING OF ADDITIONAL DIRECTORS

Mary Croghan, OSF, FACHE
Assistant Administrator
TriState Memorial Hospital
1221 Highland Avenue
Clarkston, WA 99403

Peggy Gorman, RSM
Sisters of Mercy of the Americas
Regional Community of Buffalo
South 5245 Murphy Road
Orchard Park, NY 14127

Thomas J. Harvey
Senior Policy Fellow
Center of Concern
3700 13th Street N.E.
Washington, D.C. 20017

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -9 PM 12: 06



COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

JANUARY 28, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

CATHOLIC HEALTH EAST

is duly incorporated under the laws of the Commonwealth of Pennsylvania
and remains a subsisting corporation so far as the records of this office
show, as of the date herein.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -9 PM 12:06



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Secretary of the Commonwealth

SSCH