Requester's Name  1300 Thomas  Address	Shelfer swood	
City/State/Zip  CORPORATION NEVIE(S) &	Phone #  DOCUMEN UNSER(S), (if k	Dete Use ally Crown):
1. Corporation Name)  2. (Corporation Name)	(Document #)	C(nic 6000031841467 -03/27/0001001008 *****78.75 *****78.75
3. (Corporation Name) 4.	(Document #)	
(Corporation Name)  Walk in Pick up to the Mail out Will wait	_	Certified Copy  Certificate of Status
NEW FILINGS  Profit Not for Profit Limited Liability Domestication Other	AMENDMENTS  Amendment Resignation of R.A Change of Register Dissolution/Withdr Merger	ed Agent awal
OTHER FILINGS  Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other	
		Examiner's Initials

CR2E031(7/97)

## ARTICLES OF INCORPORATION

### OF

# SOUTHEASTERN FOUNDATION FOR DIGESTIVE HEALTH, INC.

The undersigned incorporator, for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation.

#### ARTICLE I

The name of the corporation shall be Southeastern Foundation for Digestive Health, Inc.

## ARTICLE II

The principal place of business and the mailing address of this corporation shall be 2400 Miccosukee Road, Tallahassee, Florida 32308.

## ARTICLE III

This corporation is organized and shall be operated exclusively for charitable purposes, as contemplated and permitted by Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Coder of 1954, as amended.

The specific purposes for which the corporation is organized is to engage in and conduct charitable, educational, and scientific activities exclusively for the benefit of, to perform the functions of, and to assist in carrying out the charitable purposes of Southeastern Foundation for Digestive Health, including, but not limited to, professional and public education of

medical issues, medical research, analysis of medical practice activities, and the provision of, and access to, medical care, in all furtherance of providing education, research, treatment information and the promotion of good health.

This not for profit corporation is organized and operated exclusively for charitable, scientific and educational purposes, exempt from federal income taxes under Section 501(a) of the Internal Revenue Code of 1954, as amended, and described in Sections 170(c)(2) and 501(c)(3) and 509(a)(2) of the Internal Revenue Code of 1954, as amended.

This corporation may transact any and all lawful business for which corporations may be incorporated under Chapter 617, Florida Statutes.

The corporation may also engage in any other activity or business permitted under the laws of the United States of America and the State of Florida.

## ARTICLE IV

The affairs of the corporation shall be managed by a board of directors, who shall establish the membership criteria for the corporation. The day to day management shall be performed by an executive director and a president, vice-president, secretary and treasurer. The officers and executive director shall be appointed at the first meeting of the board of directors following each annual meeting of members.

#### ARTICLE V

and the state of the

The corporate powers of this corporation are as provided in Section 617.0302 of the Florida Statutes. Membership shall be as set forth in the By-Laws.

#### ARTICLE VI

The name and street address of the initial registered agent is Michael P. Bist, 1300 Thomaswood Drive, Tallahassee, Florida 32312.

### ARTICLE VII

The name and street address of the incorporator to these Articles of Incorporation is:

James W. Stockwell, MD 2400 Miccosukee Road Tallahassee, Florida 32308

## ARTICLE VIII

The number of persons constituting the first board of directors of the corporation shall be seven (7), and the name and address of the persons who shall serve as directors until the first election as set forth in the ByLaws are:

James W. Stockwell, MD, 2400 Miccosukee Road Tallahassee, Florida 32308

Terrence N. Reisman, MD 2400 Miccosukee Road Tallahassee, Florida 32308

Andres F. Rodriguez, MD 2400 Miccosukee Road Tallahassee, Florida 32308 LeeAnne Ford, LPN (Executive Director) 2400 Miccosukee Road Tallahassee, Florida 32308

Lisa Ailstock 2400 Miccosukee Road Tallahassee, Florida 32308

Rick Weidner 1713 Mahan Drive Tallahassee, Florida 32308

Robert L. Akers 3899 W. Millers Bridge Cir. Tallahassee, Florida 32312

## ARTICLE IX

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this  $\frac{1}{2000}$  day of March, 2000.

James W. Stockwell, MD Incorporator

STATE OF FLORIDA, COUNTY OF LEON.

BEFORE ME, the undersigned authority, personally appeared JAMES W. STOCKWELL, who first being duly sworn by me, and to me well known to be the individual described in the foregoing Articles of Incorporation, acknowledged to and before me that he executed the same for the purposes expressed therein.

**WITNESS** my hand and official seal on this  $21^{st}$  day of March, 2000.

NOTARY PIRLIC

My Commission Expires:

M

Noel S. Wilhers

\*\* MY COMMISSION # CC835707 EXPIRES

June 19, 2001

BONDED THRU TROY FAIN INSURANCE, INC.

GARDNER, SHELFER, DUGGAR, BIST & WIENER, P.A. Attorneys for Corporation 1300 Thomaswood Drive Tallahassee, Florida 32312 (850) 385-0070

## REGISTERED AGENT DESIGNATION:

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AND FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Michael P. Bist

Address:

1300 Thomaswood Drive Tallahassee, Florida 32312

March <u>23</u>, 2000

FILED

ON MAR 27 M 8: 44

SECRETARY OF STATE
SECRETARY OF STATE
ANASSEE, FLARIDA