



# CLINIC ST. CHRISTOPHER HEALTH TRUST, INC.

1531 NE 15 Avenue, Fort Lauderdale, Florida 33304-4848

Telephone & Fax Recognition: 954-563-9976

# N00000001970

March 16, 2000

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee FL 32324

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-03/20/00--01086--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed are two original, signed Articles of Incorporation of The Clinic St. Christopher Health Trust, Incorporated.

Also, please find the appropriate filing fees in the amount of \$78.75 as follows:

Filing Fee	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified Copy	\$ 8.75

Please mail registered articles and certified copy to:

Norman J. Embree  
Clinic St. Christopher Health Trust, Inc.  
1531 NE 15 Avenue  
Fort Lauderdale, Florida 33304-4848

Regards,

Norman J. Embree  
Incorporator

enc./

**FILED**  
00 MAR 20 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

S. Thompeon MAR 27 2000

**ARTICLES OF INCORPORATION  
OF  
THE CLINIC ST. CHRISTOPHER HEALTH TRUST, INC.**

**FILED**  
00 MAR 20 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non profit Corporation under Chapter 617 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Corporation is **THE CLINIC ST. CHRISTOPHER HEALTH TRUST, INC.**, (hereinafter "Corporation").

**ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE 3 - PROHIBITIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 Article 2 hereof. No substantial part of the activities of the Corporation shall be carrying on of propoganda, 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. Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE 4 - DIRECTORS**

The Directors shall be elected by a majority vote of the Members of this Corporation. The Directors of the Corporation shall be:

Norman J. Embree  
Wayne A. Galbreath  
Terry M. Mollica

#### **ARTICLE 5 - OFFICERS**

The officers of the Corporation shall be:

President: Norman J. Embree  
Vice President: Terry M. Mollica  
Secretary: Norman J. Embree  
Treasurer: Wayne A. Galbreath

#### **ARTICLE 6 - PRINCIPAL OFFICE**

The principal office of this Corporation is 1531 NE 15 Avenue, Fort Lauderdale, Florida 33304 and the mailing address is the same.

#### **ARTICLE 7 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Norman J. Embree  
1531 NE 15 Avenue  
Fort Lauderdale, Florida 33304-4848

#### **ARTICLE 8 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE 9 - CAPITAL STOCK**

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

## **ARTICLE 10- QUALIFICATION OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation

## **ARTICLE 11 - VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

## **ARTICLE 12 - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

## **ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is located at 1531 NE 15 Avenue, Fort Lauderdale, Florida 33304-4848. The name and address of the registered agent of this Corporation is Norman J. Embree, 1531 NE 15 Avenue, Fort Lauderdale, Florida 33304-4848.

## **ARTICLE 14 - EFFECTIVE DATE**

The Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

## **ARTICLE 15 - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE 16 - DISSOLUTION**

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purposes. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 17<sup>th</sup> day of March, 2000.

  
Norman J. Embree, Incorporator

**FILED**  
00 MAR 20 AM 11:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Norman J. Embree, having a business office identical with the registered office of the Corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

  
Norman J. Embree, Registered Agent