

Division of Corporations

NO1000000444

**Florida Department of State
Division of Corporations
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FLORIDA NON-PROFIT CORPORATION

Florida Coalition for Patient Safety, Inc.

Certificate of Status	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION OF FLORIDA COALITION FOR PATIENT SAFETY, INC.

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation not-for-profit under the laws of the State of Florida.

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ARTICLE I - Name

The name of the Corporation shall be FLORIDA COALITION FOR PATIENT SAFETY INC. (the "Corporation").

ARTICLE II - Principal Office and Mailing Address

The address of the principal office of the Corporation is 605 East Robinson Street, Suite 310, Orlando, Florida 32801.

ARTICLE III - Purpose

A. The Corporation is organized for purposes of engaging in any activity or business permitted under the laws of the United States and of the State of Florida and shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation shall not engage in any activity in which corporations qualified as exempt organizations under Section 501(c)(4) of the Code are not permitted to engage.

B. The Corporation shall not participate or intervene, directly or indirectly, in political campaigns on behalf of or in opposition to any candidate for public office.

C. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's directors, 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 this Article.

ARTICLE IV - Term of Existence

The effective date upon which the Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 605 East Robinson Street, Suite 310, Orlando, Florida 32801 and the name of the initial registered agent of the Corporation at that address is B&C Corporate Services of Central Florida, Inc.

Attorney Name: Gene E. Crick, Jr., Esq.
Broad and Cassol - Attorneys at Law
390 North Orange Avenue, Suite 1100
Orlando, Florida 32801
Telephone: (407) 839-4200
Florida Bar No.: 0972258

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ARTICLE VI - Directors

- A. The initial number of directors of the Corporation shall be three (3).
- B. The number of directors may be either increased or diminished from time to time by the Board of Directors in accordance with the Bylaws of the Corporation, but there shall always be at least three (3) directors.
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the Board of Directors.
- D. Nothing in this Article shall be construed to preclude the directors from serving the Corporation in any other capacity and receiving compensation therefor.
- E. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Street Address</u>
Byron Thames, M.D.	3364 Windy Wood Drive Orlando, Florida 33812
Budd Bell	411 East College Avenue Tallahassee, Florida 32301
Alma Littles, M.D.	1301 Hodges Drive Tallahassee, Florida 32308

F. Directors shall be elected, appointed, and removed as provided in the Bylaws of the Corporation.

ARTICLE VII - Incorporator

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

<u>Name</u>	<u>Street Address</u>
John Sowinski	605 East Robinson Street, Suite 310 Orlando, Florida 33801

ARTICLE VIII - Members

The Corporation shall have no members.

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ARTICLE IX- Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

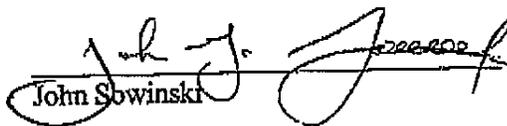
ARTICLE X - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE XI- Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation in a manner not inconsistent with the purposes of the Corporation, as the Board of Directors shall determine.

WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10 day of January, 2001.


John Szwinski

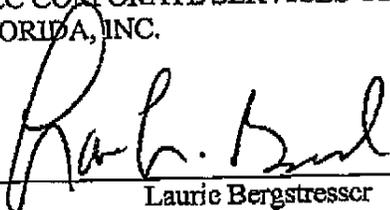
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of Florida Coalition for Patient Safety, Inc.

B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC.



Laurie Bergstresser

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