

CAPITAL CONNECTION, INC.

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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

NO10000001705

The Blue Foundation for
a Healthy Florida, Inc.

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*****78.75 *****78.75

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

01 MAR - 8 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

RECEIVED
01 MAR - 8 AM 10:28
DIVISION OF CONSUMER PROTECTION

Signature

Requested by

Name

Date

Time

Walk-In

Will Pick Up



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 8, 2001

CAPITAL CONNECTION, INC.

SUBJECT: THE BLUE FOUNDATION FOR A HEALTHY FLORIDA, INC.
Ref. Number: W01000005298

We have received your document for THE BLUE FOUNDATION FOR A HEALTHY FLORIDA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 101A00014284

Attn: Tracy

A simple handwritten smiley face consisting of a circle with two dots for eyes and a curved line for a mouth.

RECEIVED
01 MAR 12 AM 10:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE BLUE FOUNDATION FOR A HEALTHY FLORIDA, INC.
a Florida Not For Profit Corporation

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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The undersigned person, acting as incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following articles of incorporation for the corporation:

Article I

The name of the corporation is The Blue Foundation for a Healthy Florida, Inc.

Article II

The initial principal office of the corporation is 4800 Deerwood Campus Parkway, Jacksonville, FL 32246-8273.

Article III

The corporation is organized as a not for profit corporation exclusively for charitable, educational and scientific purposes, including the following:

To extend and improve the provision of quality health care to the residents of the State of Florida, through scientific research, educational and other programs, and charitable support of such activities;

To make 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 laws (hereinafter the "Code"); and

To engage in any and all lawful activities incidental to the foregoing purposes except as restricted herein.

Article IV

The corporation shall be a membership organization, and the rights and duties of members shall be as set out in the Bylaws.

Article V

The Directors of the corporation shall be elected by the members as provided in the Bylaws and shall hold their offices for such period as the bylaws shall establish, or until their successors are duly elected and qualified.

Article VI

The corporation shall regulate its internal affairs in accordance with the following provisions:

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 Article III hereof.

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 (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision 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 Code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

In the event the corporation is a private foundation, it shall distribute its income for each tax year at the time and in the manner necessary so as not to become subject to tax on undistributed income imposed by section 4942 of the Code.

The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Code.

The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Code.

The corporation shall not make any investments in a manner as to subject it to tax under section 4944 of the Code.

The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Code.

Article VII

The names of the initial Directors of the corporation are as follows:

Bruce N. Bagni
Randy Kammer
Patrick McCabe

Rhonda Medows
Deanna McDonald
Susan Wildes

The address of each of these Directors is 4800 Deerwood Campus Parkway, Jacksonville, FL 32246-8273.

Article VIII

The street address of the initial registered office of the corporation is 4800 Deerwood Campus Parkway, Jacksonville, FL 32246-8273. The name of its initial registered agent at that address is Blue Cross and Blue Shield of Florida, Inc.

Article IX

The name and address of the incorporator is Ms. Randy M. Kammer, 4800 Deerwood Campus Parkway, Jacksonville, FL 32246-8273.

Article X

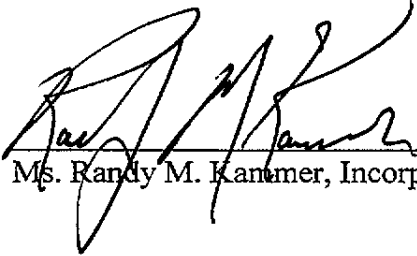
The initial member of the corporation shall be Blue Cross and Blue Shield of Florida, Inc.

Article XI

On the dissolution or winding up of the corporation, after payment of all debts and liabilities of the corporation, its remaining assets shall be distributed to one or more exempt organizations under section 501(c)(3) of the Code, or to the federal government, or to a state or local government, for a public purpose.

* * *

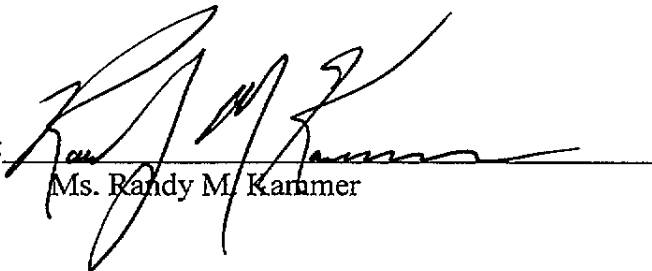
The undersigned incorporator of this corporation, for the purposes of forming this not for profit corporation under the laws of Florida, has executed these Articles of Incorporation on March 7, 2001.



Ms. Randy M. Kammer, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, by the executing this on March __, 2001, the undersigned signifies that it is a corporation authorized to transact business or conduct its affairs in the State of Florida, is familiar with and accepts appointment as registered agent, and agrees to act in this capacity.

BLUE CROSS AND BLUE SHIELD OF FLORIDA, INC.

By: 

Ms. Randy M. Kammer

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SECRETARY OF STATE
TALLAHASSEE FLORIDA