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GRANVILLE C. BURGESS, ESQ.

112 North 6th Street
Fernandina Beach, Florida 32034
Telephone: (904) 261-7323

October 19, 2001

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*****70.00 *****70.00

Secretary of State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
OCT 19 13 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Incorporation for Northeast Florida Chapter
of the International Transplant Nurses Society, Inc.

Dear Sir and/or Madam:

Enclosed is an original and one copy of the Articles Of Incorporation for filing regarding the referenced corporation, together with our filing fee check in the amount of \$70.00. Please return one conformed copy in the enclosed self-addressed, stamped envelope I have provided for your convenience.

Please contact me if you have any questions concerning the enclosed. Thank you.

Sincerely yours,

904-321-5743

Granville C. Burgess
Granville C. Burgess

GCB/bb
Enclosure

11-13-01
244924
W2



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 29, 2001

GRANVILLE C. BURGESS, ESQ.
112 N. 6TH ST.
FERNANDINA BCH, FL 32034

SUBJECT: NORTHEAST FLORIDA CHAPTER OF THE INTERNATIONAL
TRANSPLANT NURSES SOCIETY, INC.
Ref. Number: W01000024921

We have received your document for NORTHEAST FLORIDA CHAPTER OF THE INTERNATIONAL TRANSPLANT NURSES SOCIETY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

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) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 601A00059087

ARTICLES OF INCORPORATION
OF
NORTHEAST FLORIDA CHAPTER OF THE
INTERNATIONAL TRANSPLANT NURSES SOCIETY, INC.
(A FLORIDA Nonprofit Corporation)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Northeast Florida Chapter of the International Transplant Nurses Society, Inc..

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State. This corporation's duration shall be perpetual..

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of Northeast Florida Chapter of the International Transplant Nurses Society, Inc. engaging in the transaction of any and all activities permitted under the laws of FLORIDA and the United States Of America.

ARTICLE IV. POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of FLORIDA relative to corporations not for profit, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

ARTICLE V. MEMBERSHIP

Any person who agrees to be bound by these Articles Of Incorporation, the corporate Bylaws, and any rules and regulations which the Board Of Directors may from time to time adopt, who completes a membership application form and submits it to the Board Of Directors, and who pays the applicable dues, is eligible and qualified for membership in this corporation.

The corporate Bylaws may provide the Board Of Directors further discretionary powers relating to the admission of members.

ARTICLE VI. MANAGEMENT

The powers of this corporation shall be exercised, its properties controlled, and its affairs and business conducted and managed by the Board Of Directors.

Any action required or permitted to be taken by the Board Of Directors, under any provision of the law, may be taken without a meeting, if all of the directors shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board Of Directors. Any such action by written consent shall have the same force and effect as if taken by a unanimous vote of the Board Of Directors. Any certificate or other document filed, under any provision of the law which relates to the action so taken, shall state that the action was taken by the unanimous written consent of the Board Of Directors without a meeting, and that these Articles Of Incorporation authorize the Board Of Directors to so act. Such a statement shall be prima facia evidence of such authority.

ARTICLE VII. BOARD OF DIRECTORS

This corporation's initial Board Of Directors shall have ten (10) directors. The number of directors may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than six (6).

The directors shall be elected annually by this corporation's members. The manner of the election of the directors shall be specified in the corporate Bylaws. The directors named herein, comprising the initial Board Of Directors, shall hold office until the election of directors at the first annual membership meeting.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Christy Smith, 5314 Scattered Oaks Ct., Jacksonville, Fl 32258

Amy Perez, 3084 Haley Lane, Jacksonville, Fl 32257

Kelly Norman, 3718 Indian Princess Rd. N., Jacksonville, Fl 32257

Carolyn Stafford, Post Office Box 1795, Fernandina Beach, Fl 32035

Lisa DeLuca, 145 Bimini Ct., Ponte Vedra Beach, Fl 32082

Mia Vincent, 9116 Castle Rock Dr., Jacksonville, Fl 32221

Mark Miller, 303 N. 13th Terrace, Fernandina Beach, Fl 32034

ARTICLE VIII. OFFICERS

The officers shall consist of a president, a vice president, a secretary, and a treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The officers shall be elected annually by the Board Of Directors. The manner of the election of the officers shall be specified in the corporate Bylaws. The officers named herein, comprising the initial officers, shall hold office until the election of officers at the first annual Board Of Directors' meeting.

The names of the initial officers are:

<u>Office</u>	<u>Name</u>
President	Christy Smith
Vice President	Amy Perez
Secretary	Kelly Norman
Treasurer	Carolyn Stafford

ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be:

4205 Belfort Road, Suite 1100
Jacksonville, Florida 32216

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Carolyn Stafford, 1327 Autumn Trace, Fernandina Beach, Fl 32034

ARTICLE XI. INCORPORATOR

The name and residence address of each of the subscribers to these Articles Of Incorporation are:

Christy Smith, 5314 Scattered Oaks Ct., Jacksonville, Fl 32258

Amy Perez, 3084 Haley Lane, Jacksonville, Fl 32257

Kelly Norman, 3718 Indian Princess Rd. N., Jacksonville, FL
32257

Carolyn Stafford, Post Office Box 1795, Fernandina Beach, FL
32035

ARTICLE XII. BYLAWS

Corporate Bylaws will be hereinafter adopted by the Board Of Directors. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board Of Directors in the manner provided therein. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

ARTICLE XIII. AMENDMENT

Amendments to these Articles Of Incorporation may be proposed by a resolution adopted by the Board Of Directors and presented to a quorum of this corporation's members for their vote. Such amendments may be adopted by a vote of seventy-five percent (75%) of the quorum of this corporation's members.

The undersigned, constituting this corporation's designated registered agent and this corporation's subscribers, for the purpose of forming this nonprofit corporation under the laws of **FLORIDA**, have executed these Articles Of Incorporation, on the dates indicated next to their signatures.

<u>Christy Smith</u>	<u>10/8/01</u>
Subscriber - Christy Smith	Date
<u>Amy M Perez</u>	<u>10/8/01</u>
Subscriber - Amy Perez	Date
<u>Kelly Norman</u>	<u>9/27/01</u>
Subscriber - Kelly Norman	Date
<u>Carolyn Stafford</u>	<u>10.9.01</u>
Subscriber - Carolyn Stafford	Date

I hereby accept my designation as resident agent and agree to serve as the resident agent of Northeast Florida Chapter of the International Transplant Nurses Society, Inc., a Florida Non-Profit Corporation. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Northeast Florida Chapter of the International Transplant Nurses Society, Inc., a Florida Nonprofit Corporation.

Carolyn Stafford
Carolyn Stafford Registered Agent

State Of **FLORIDA**
County Of **DUVAL**

On October 9, 2001, Carolyn Stafford, designated above as the individual who shall serve as the corporation's initial registered agent, and the individuals, designated above as the subscribers to these Articles Of Incorporation, all of whom are personally known to me, or produced **FLORIDA** driver's licenses as identification, and all of whom personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Northeast Florida Chapter of the International Transplant Nurses Society, Inc., a Florida Nonprofit corporation.

Michael Kelley Macke
Notary Public

Michael Kelley Macke
(Notary Public - Printed Or Typed Name)



MICHAEL KELLEY MACKE
COMMISSION # CC 696683
EXPIRES NOV 16, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Commission Expiration Date & Commission Number:

(SEAL)