

NO2000001451

**GOLDSTEIN & GOLDSTEIN**

Attorneys at Law

500 Law Exchange Building

24 North Market Street

Jacksonville, Florida 32202-2803

Phone (904) 353-4421

City/State/Zip

Phone #

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02 FEB 25 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

*Lawrence* GAVE  
AUTHORIZATION BY PHONE TO

CORRECT *Suffry*

DATE *2/28/02*

DOC. EXAM *Dan White*

D. WHITE FEB 28 2002  
Examiner's Initials

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TALLAHASSEE FLORIDA

## ARTICLES OF INCORPORATION

OF

### ERITREAN PSYCHIATRIC FOUNDATION , INC. A Corporation Not for Profit

The undersigned, desiring to form a corporation not for profit pursuant to Chapter 617, Florida Statutes, hereby makes, signs, acknowledges, and files these Articles of Incorporation for that purpose, as follows:

1. The name of the corporation shall be **Eritrean Psychiatric Foundation, INC.**
2. The street address of the initial principal office and the mailing address of the corporation is **1408 San Marco Boulevard, Jacksonville, Florida 32207.**
3. The purpose or purposes for which the corporation is organized are to maintain inpatient psychiatric facilities to provide modern healthcare for the people of Africa, and particularly those in the state of Eritrea; to provide mental healthcare to thousands of mentally disabled individuals in Africa; to provide the latest knowledge and most recent treatment guidelines to mental healthcare professionals; to provide information systems and documentation of patient data of treatment that needs to be upgraded; to provide equipment necessary to effect such treatment; to diagnose and development treatment plans (medication and rehabilitation intervention in the community); to raise money and goods and coordinate psychiatric humanitarian missions to Africa in general and the

country of Eritrea in particular; and to provide educational and didactic materials to Eritrean doctors and nurses; and to render such services without charge and not for profit.

4. The method of election of Directors shall be stated in the by-laws.

5. The street address of the corporation's initial registered office and the name of its initial registered agent at that address is **1408 San Marco Boulevard, Jacksonville, Florida 32207**, and the name of the registered agent is **M. Saleh, M.D.** A written acceptance of appointment as registered agent as required by §617.0501, Florida Statutes, is attached hereto.

6. The name and address of the incorporator is **M. Saleh, M.D.** and his address is **1408 San Marco Boulevard, Jacksonville, Florida 32207**.

7. The names of the persons who are to be the initial members are:

Mohamed O. Saleh  
Maria Graciela Saleh  
Tatiana Yasmina Saleh  
Svetlana Natassia Saleh

Rosemary Branstetter, LCSW  
Amy Decker, LCSW  
Emma Hayes, LMHC  
David Mobley, M.D.

Mark Kramp, M.D.  
Lewis Obi, M.D.  
Fetsumberhan Genrenegus, M.D.  
Pat Hammer, LCSW

Rebecca Michaels, ARNP  
Muktar Saleh, ETC

8. The corporate powers authorized shall be those as provided by law in Chapter 617, Florida Statutes.

9. Dividends shall not be paid, and any part of the income or profit may not be distributed to its members, directors or officers.

10. The corporation shall keep a Membership Book containing in alphabetical order, the name and address of each member. In addition, the corporation shall keep as records, the following:

- (a) Minutes of all meetings of its members and Board of Directors;
- (b) A record of all actions taken by the members or Board of Directors without a meeting;
- (c) A record of all actions taken by a committee of the Board of Directors in the place of the Board of Directors on behalf of the corporation;
- (d) Accurate accounting records;
- (e) Records shall be maintained in written form, or in another form capable of conversion into written form within a reasonable time.

11. The corporation shall keep a copy of the following records:

- (a) The Articles or restated Articles of Incorporation, and all amendments to them currently in effect;
- (b) Its by-laws or restated by-laws, and all amendments to them currently in effect;
- (c) The minutes of all members meetings and records of all actions taken by the members without a meeting, for the past three years;


(d) Written communications to all members generally within the past three years, including financial statements furnished for the past three years;

(e) A list of the names and business street or home addresses, if there is no business street address, of its current directors and officers; and

(f) Its most recent annual report delivered to the Department of State of Florida.

12. Within 60 days following the end of the fiscal or calendar year, or annually on such date is as otherwise provided in the by-laws of the corporation, the Board of Directors of the corporation shall mail or furnish by personal delivery to each member, a complete financial report of actual receipts and expenditures for the previous 12 months. The report shall show expenses by accounts and expense classifications.

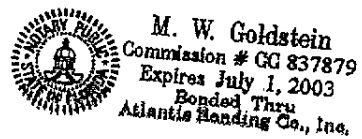
**IN WITNESS WHEREOF**, the undersigned incorporator has signed his name on this 22 day of February, 2002.

  
\_\_\_\_\_  
M. Saleh, M.D.  
President

STATE OF FLORIDA )  
 ) ss.  
COUNTY OF DUVAL )

The foregoing instrument was acknowledged before me this 22 day of February, 2002, by **M. Saleh, M.D.**, who is personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Florida.

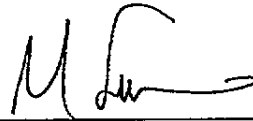


**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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SECRETARY OF STATE  
TALLAHASSEE FL 32399-0004

In pursuance of applicable Florida Statutes, the following is submitted, in compliance with said law:

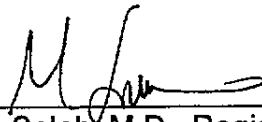
That Eritrean Psychiatric Foundation, <sup>INC.</sup> desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at **1408 San Marco Boulevard, Jacksonville, Florida 32207**, has named **M. Saleh, M.D.**, located at **1408 San Marco Boulevard, Jacksonville, Florida 32207**, as its registered agent to accept service of process within this state.



M. Saleh, M.D.  
**INCORPORATOR /President**

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said law relative to keeping open said office.



M. Saleh, M.D., Registered Agent