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May 21, 2002

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Winter Park Memorial Hospital Foundation, Inc.

**NO 20000003953**

Filing Evidence

☒ Plain/Confirmation Copy

☐ Certified Copy

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

FILED  
MAY 22 11:08:49  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
02 MAY 21 AM 9:58  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

NEW FILINGS	
	Profit
X	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 21, 2002

UCC FILING & SEARCH SERVICES INC.  
526 EAST PARK AVENUE  
TALLAHASSEE, FL 32301

SUBJECT: WINTER PARK MEMORIAL HOSPITAL FOUNDATION, INC.  
Ref. Number: W02000014779

We have received your document for WINTER PARK MEMORIAL HOSPITAL FOUNDATION, INC. and your check(s) totaling \$140.00. 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) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 802A00032650

Articles of Incorporation  
Of  
Winter Park Memorial Hospital  
Foundation, Inc.

FILED  
02 MAY 22 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, do hereby form a corporation not for profit in compliance with Chapter 617, Florida Statutes.

**ARTICLE I**

**NAME**

The name of the corporation shall be:

**Winter Park Memorial Hospital Foundation, Inc.**

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

200 North Lakemont Avenue  
Winter Park, Florida 32792

**ARTICLE III**

**PURPOSE**

The Purpose for which the corporation is organized is:

- A. To operate for charitable, scientific, and educational purposes, and in furtherance of the charitable, scientific, and educational purposes, causes, and objects now or at any time fostered by Adventist Health System Sunbelt Health Care Corporation, a Florida not for profit corporation, which is qualified as a federally tax exempt public charity by virtue of Section 501(c)(3) and 509(a) of the Internal Revenue Code of 1954, as amended;
- B. To solicit and raise funds and endowments, and to receive by way of gift, purchase, grant, devise, bequest, will, or otherwise, property, real, personal, or mixed, and to hold, use, maintain, lease, rent, donate, pledge,

encumber, loan, sell, transfer, convey, and otherwise dispose of all such property in furtherance of the objectives and purposes of this corporation.

C. To do and perform any and all acts or services that may be incidental or necessary to carry out the above purposes; and,

D. To engage in any lawful act or activity for which a not for profit corporation may be organized under the laws of the state of Florida.

#### **ARTICLE IV MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

The corporation will be a non-membership corporation. The affairs of the corporation shall be conducted and managed by a Board of Directors, elected in the manner stated in the Bylaws, consisting of not less than three (3) members and no more than twenty-one (21) members, as shall from time to time be fixed by, or in the manner provided in, the Bylaws. The first Board of Directors shall consist of three (3) member.

#### **ARTICLE V INITIAL DIRECTORS**

The names, addresses, and titles of the initial directors of the corporation are:

<b>Des Cummings, Jr.</b>	<b>Kenneth W. Bradley</b>	<b>Daniel G. Worthington</b>
President	Secretary and Treasurer	Vice President
200 North Lakemont Avenue	200 North Lakemont Avenue	2809 North Orange Avenue
Winter Park, Florida 32792	Winter Park, Florida 32792	Orlando, Florida 32804

#### **ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent are:

**Daniel G. Worthington**  
2809 North Orange Avenue  
Orlando, Florida 32804

**ARTICLE VII  
INCORPORATOR**

The name and address of the Incorporator are:

**Des Cummings, Jr.**  
200 North Lakemont Avenue  
Winter Park, Florida 32792

In Witness Whereof, the undersigned, being the Incorporator, have hereunto set my hand and seal, this 15<sup>th</sup> day of May, 2002, for the purpose of forming this corporation to do business both within and without the State of Florida, and, in pursuance of the Corporation Law of the State of Florida, do make and file in the Office of the Secretary of State of the State of Florida these Articles of Incorporation and certify that the facts herein stated are true.

  
\_\_\_\_\_  
Des Cummings, Jr.

STATE OF FLORIDA       )  
                                  ) SS.  
COUNTY OF ORANGE    )

BEFORE ME, personally appeared Des Cummings, Jr., who is personally known to me or who has produced \_\_\_\_\_ as identification, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 15<sup>th</sup> day of May, 2002.



  
\_\_\_\_\_  
Notary Public

## Registered Agent Certificate

FILED  
02 MAY 22 AM 8:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of the Florida General Corporation Act, the following is submitted, in compliance with said statute:

That **Winter Park Memorial Hospital Foundation, Inc.**, desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named **Daniel G. Worthington**, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

### ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said statute relative to keeping open said office, and further state I am familiar with §607.325, Florida Statutes.

  
\_\_\_\_\_  
**Daniel G. Worthington**

DATED: May 15, 2002