

NO2 00000 4786

Ruden, McGlosky et. al.

Requester's Name

215 S. Monroe Street, Suite 815

Address

Tallahassee, FL

412-2000

City/State/Zip

Phone #

Office Use Only

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

1. Filing of Articles of Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy
☐ Certificate of Status

NEW FILINGS

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

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

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

REGISTRATION/QUALIFICATION

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

F. CHESSEY JUN 24

Examiner's Initials

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN 21 PM 10:07

ARTICLES OF INCORPORATION
OF
SOUTHERN HIPAA ADMINISTRATIVE REGIONAL PROCESS, INC.
(A Florida Not-For-Profit Corporation)

The undersigned, acting as Incorporator of **SOUTHERN HIPAA ADMINISTRATIVE REGIONAL PROCESS, INC.**, a Florida corporation organized under the Florida Not-For-Profit Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME AND ADDRESS

The name of the Corporation shall be **SOUTHERN HIPAA ADMINISTRATIVE REGIONAL PROCESS, INC.** The address and principal office of the Corporation shall be located at 215 South Monroe Street, Suite 815, Tallahassee, Florida 32301.

ARTICLE II

PURPOSE

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of 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 code.

ARTICLE III

POWERS

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized, to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use, and dispose of real or personal property in connection with

the purposes of the Corporation; to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized, and shall have such other powers as are granted to corporations not-for-profit under Florida Statutes and case law.

ARTICLE IV

LIMITATIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 these Articles. 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 in (including the publishing or distribution of statements) 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V

DISTRIBUTION OF SURPLUS ON LIQUIDATION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal

government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI

INCORPORATOR

The name of the Incorporator of this Corporation is James M. Barclay, and the address of said Incorporator is 215 South Monroe Street, Suite 815, Tallahassee, Florida 32301.

ARTICLE VII

OFFICERS

The affairs of the Corporation shall be managed by the Officers of the Corporation, consisting of a Chairman, Vice Chairman, Secretary, Treasurer and such other Officers as shall be hereafter provided for in the bylaws of the Corporation. The Officers of the Corporation shall be elected by vote of the Board of Directors. The Officers of the Corporation shall have the sole and exclusive right to manage the affairs of the Corporation, except as shall be otherwise provided by law, the bylaws of the Corporation or these Articles of Incorporation, or as may be otherwise reserved to the Board of Directors.

Initial Officers of the Corporation are designated below. For purposes of these Articles, their addresses are 215 South Monroe Street, Tallahassee, Florida 32301.

Initial Officers	
Name	Office
Walt Culbertson	Chairman
Kent Giles	Vice Chairman
Judy Graham	Treasurer
Karen Birdsong	Secretary

ARTICLE VIII

BOARD OF DIRECTORS

The number of persons constituting the initial Board of Directors shall be at least five (5). The number of members of subsequent Boards shall be determined as provided in Paragraph C of this Article.

The initial Board of Directors is designated below. For purposes of these Articles, their address is 215 South Monroe Street, Suite 815, Tallahassee, Florida 32301.

Initial Directors	
Roger Wernow	
Penny Washington	
Jim Hilvers	
Rod Walker	
Sara Lambert	

The Directors of the Corporation may, in their discretion, by majority vote of the Directors present at a duly convened meeting of the Board of Directors, determine to increase the number of members of the Board of Directors, but in no event shall such number be less than five (5). If a vacancy occurs on the Board, the Board of Directors shall elect, by majority vote, an individual to serve on the Board to fill such vacancy.

All powers of the Board of Directors in the management of the affairs of this Corporation shall be exercised by the Officers of the Corporation, except as shall be otherwise provided by

law, the bylaws of the Corporation or these Articles of Incorporation, or as may be otherwise reserved to the Board of Directors.

ARTICLE IX

BYLAWS

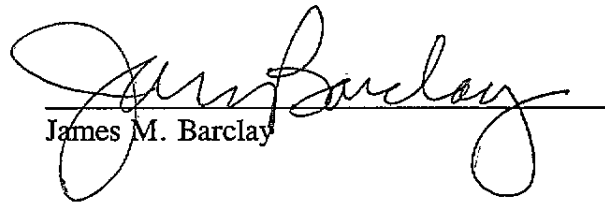
Bylaws shall be adopted, altered, amended or repealed by majority vote of the Board of Directors. The bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

ARTICLE X

REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 215 South Monroe Street, Suite 815, Tallahassee, Florida 32301, and the name of the registered agent of the Corporation at that address is James M. Barclay.

IN WITNESS WHEREOF, the Incorporator has hereunto fixed his signature this June 21, 2002.


James M. Barclay

STATE OF FLORIDA

)
) SS: _____
) _____

COUNTY OF LEON

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by James M. Barclay, who is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this June 21, 2002.

Leslie D. Mullinax
Notary Public

Leslie D. Mullinax
Typed, printed or stamped name of Notary
Public

My Commission Expires:

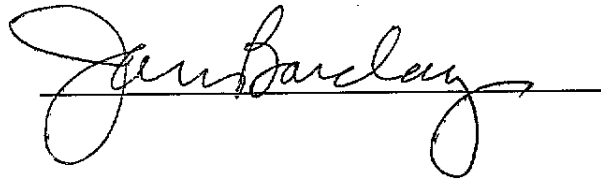


Leslie D. Mullinax
MY COMMISSION # DD074729 EXPIRES
March 2, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, James M. Barclay, hereby accept the appointment as the registered agent of SOUTHERN
HIPAA ADMINISTRATIVE REGIONAL PROCESS, Inc.

Dated: June 21, 2002

A handwritten signature in cursive script, reading "James Barclay", is written over a horizontal line.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN 21 AM 10:07