

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

NO2000006778

Greater Lake Wales Health Care
Foundation, Inc.

100007564771--8--

-09/06/02--01022--018

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

RECEIVED

02 SEP -6 AM 11:15

STATE OF FLORIDA
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

Signature _____

Requested by: SK

Name _____

9/6/02

Date

9:45

Time

Walk-In _____

Will Pick Up _____

☒ 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 _____

FILED
2002 SEP -6 PM 12:54
TALLAHASSEE, FLORIDA

09-06-03

FILED
2002 SEP -6 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
GREATER LAKE WALES HEALTH CARE FOUNDATION, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under Chapter 617 of the laws of the State of Florida, applicable to corporations not for profit, under the following proposed charter:

ARTICLE I

The name of the corporation shall be GREATER LAKE WALES HEALTH CARE FOUNDATION, INC., and the principal office shall be located at 414 11th Street South, Lake Wales, Florida 33853.

ARTICLE II

The corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profits of the Corporation are distributable to, or inures to the benefit of, its directors or officers; provided however, reasonable compensation as set by the Foundation Board of Trustees may be paid for services rendered to or for the corporation. 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 any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this certificate, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation,

contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III

This corporation is organized and is to operate exclusively to accept and manage donations, to provide resources for the medical health care needs for the greater Lake Wales area without regard to race, color, creed or ethnic and national origin and for such other purposes as the Foundation shall deem appropriate. To accomplish this purpose the Corporation shall invest and reinvest its endowment funds and any future gifts or contributions received by the Corporation in such manner as will generate revenues to assist The Greater Lake Wales Health Care Foundation, Inc. to achieve its goals as determined by its Board of Trustees from time to time. The Corporation shall invest and reinvest its funds and make distributions therefrom in accordance with an investment policy established by the Corporation's Board of Trustees from time to time.

ARTICLE IV

For such purposes, and operating without profit, and in the manner herein stated, the corporation shall have the power to:

- A. Engage in any and all activities which may be deemed necessary or appropriate for the proper and successful attainment of the objects and purposes for which this corporation was created.
- B. Solicit, accept, hold and administer contributions received by deed, gift, will, ordinance, statute or otherwise, either in trust or otherwise; to own, hold, operate and administer or dispose of real and personal property, both in this state and all other states, territories and dependencies of the United States; and generally to do all things necessary and proper to accomplish the purposes herein stated and permitted to like non-profit corporations by law.
- C. Provided further, that:

1. Assets or property held in trust for the corporation or by the corporation for its corporate purposes as herein stated shall be segregated and identified as being so held, and shall not be held without disclosure of the fiduciary capacity in which they are held.
2. The corporation shall not engage in any transaction prohibited by Section 503(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.
3. The corporation shall not apply accumulation of income in any manner which may subject it to denial of exemption as provided in Section 504 of the United States Internal Revenue Code as now enacted, or as it may hereafter be amended.
4. In the event of the dissolution of this corporation, any assets of said corporation then remaining shall be distributed to the Vanguard School of Lake Wales, Florida, Inc. so long as it shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended, and failing that, to such other organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended. Such other organizations should be engaged in activities which are reasonably comparable to those conducted or supported by the Vanguard School of Lake Wales, Florida, Inc. at the time this corporation was formed if at all possible.

ARTICLE V

The term for which this corporation shall exist shall be perpetual.

ARTICLE VI

Except as otherwise provided therein, the By-Laws of this corporation shall be made, altered and rescinded by a three-fourths majority vote of the Trustees voting at any regular Trustees meeting or at a special meeting called for that purpose.

ARTICLE VII

The name and residence of the subscriber is as follows:

NORMAN WHITE
3431 Harbor Beach Drive
Lake Wales, FL 33859

ARTICLE VIII

The membership in the corporation shall consist solely of the Board of Trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights, privileges and responsibilities of members shall be set forth in the bylaws.

ARTICLE IX

The affairs of this corporation shall be managed by a Chairman, President, Secretary, Treasurer and a Board of not less than five (5) Trustees and no more than nine (9) Trustees and by such other officers of the Corporation as the Corporation may hereafter see fit to name and designate. The number of Trustees may be increased from time to time by the ByLaws of the Corporation, but shall never be less than five (5) members. The initial Board consisting of seven (7) Trustees shall be composed of those persons hereinafter named:

NORMAN WHITE	-	3431 Harbor Beach Drive, Lake Wales, FL 33859
G. ELLIS HUNT	-	932 S. Lakeshore Blvd., Lake Wales, FL 33853
STEPHEN D. SORENSEN	-	1875 U.S. 27 N., Lake Wales, FL 33853
WILLIAM H. MURRELL	-	Mountain Lake, P.O. Box 832, Lake Wales, FL 33859-0832
JAMES NELSON, M.D.	-	1110 Druid Circle, Lake Wales, FL 33853
JOE M. CONNELL	-	1104 Circle Drive, Lake Wales, FL 33853
TERESA RYLAND	-	920 Campbell Avenue, Lake Wales, FL 33853

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first meeting, and at all times thereafter, shall serve for a term of three (3) years so arranged that one-third of the Board, as nearly as may be, come up for election at each annual meeting. Annual meetings shall be held within 150 days after the beginning of the calendar

year at the principal office of the Corporation, or at such other place and date as the Board of Trustees may designate from time to time by resolution.

(b) Corporate Officers. The Board of Trustees shall elect the following officers: Chairman, President, Treasurer and Secretary, and such other officers as the Board may deem appropriate and as allowed by these articles and the Corporation's bylaws. Initially, such officers shall be elected at the first meeting of the Board of Trustees. Thereafter, such officers shall be elected at the board of trustees meeting immediately after the annual meeting of members of the Corporation. Until such election is held, the following individuals shall serve as corporate officers:

Chairman: G. ELLIS HUNT

President: NORMAN WHITE

Secretary: WILLIAM H. MURRELL


Treasurer: JOE M. CONNELL

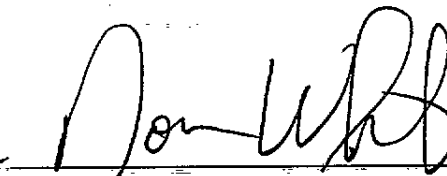
ARTICLE X

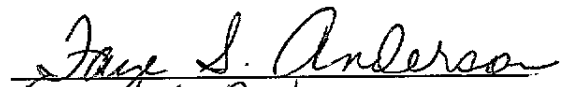
These articles of incorporation may be amended by the members at a special meeting of the members called for that purpose. The proposed amendment must be approved by a three-fourths vote of a quorum of the voting members of the Corporation

IN WITNESS WHEREOF, the undersigned subscriber has hereunto set his hand and seal this 3^d day of September, 2002.

Signed, Sealed and Delivered
in the Presence of:


BRENDA J. KAVELAK (Type or Print Name)


NORMAN WHITE


Fay S. Anderson (Type or Print Name)

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 3^d day of September, 2002, by NORMAN WHITE, [X] who is personally known to me or [] who has produced _____ as identification.

Faye S. Anderson

Notary Public/State of Florida
at Large

FAYE S. ANDERSON
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD039975
EXPIRES 10/20/2005
BONDED THRU 1-888-NOTARY1

My Commission Expires:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST--That THE GREATER LAKE WALES HEALTH CARE FOUNDATION, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, as City of Lake Wales, County of Polk, State of Florida, has named NORMAN WHITE, located at 3431 Harbor Beach Drive, Lake Wales, Florida, 33853 as its agent to accept service of process within this state

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 Act relative to keeping open said office.

BY: 
NORMAN WHITE

C:\bjk\CLIENTS\The Greater Lake Wales Health Care Foundation\ARTICLES.INC.wpd ♦ September 3, 2002