

No20000009889

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

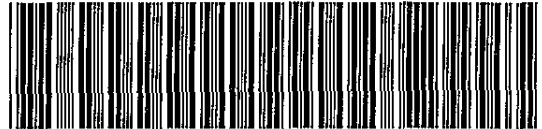
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300009628593

12/23/02--01119--009 **87.50

FILED
02 DEC 23 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Swann & Hadley, P.A.
Attorneys and Counselors at Law

Pervie P. Swann (1895-1984)

L. Pharr Abner
Stuart P. Buchanan
Ralph V. Hadley, III
Richard A Leigh
Richard R. Swann

1031 W. Morse Boulevard
Suite 160
Winter Park, Florida 32789
Telephone (407) 647-2777
Fax (407) 647-2157

December 18, 2002

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Hospitals International, Inc.

Gentlemen:

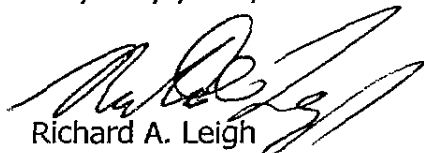
I enclose herewith an original and one copy of the Articles of Incorporation for **Hospitals International, Inc.**, together with our check in the amount of \$87.50 to cover the following:

1.	Filing Articles of Incorporation	\$35.00
2.	Certified copy of Articles of Incorporation	8.75
3.	Registered Agent Fee	35.00
4.	Certification of status	<u>8.75</u>
		\$87.50

Please return the certified copy of the Articles of Incorporation to the undersigned.

Thank you for your cooperation in this matter.

Very truly yours,



Richard A. Leigh

RAL: kab

Cc: Brooke Sadler

FILED

02 DEC 23 PM 12:38

**ARTICLES OF INCORPORATION
OF
HOSPITALS INTERNATIONAL, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION the incorporators form a corporation not-for-profit pursuant to Florida Statute 617 and do hereby make and adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is **HOSPITALS INTERNATIONAL, INC.**

ARTICLE II. NOT FOR PROFIT

The Corporation is a corporation not for profit as defined in Section 617.01, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

ARTICLE III. DURATION

The term of existence of this corporation shall be perpetual.

ARTICLE IV. PURPOSE

This corporation is organized, and shall be operated exclusively, for the following purposes:

A. To provide financial support for Seventh-day Adventist Hospitals and to provide financial help to any and all patients using Seventh-day Adventist Hospitals in third world nations.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE V. LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but 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 Article IV hereof.

ARTICLE VI. MEMBERS

The members of the Corporation shall be the Board of Directors of **HOSPITALS INTERNATIONAL, INC.** as from time to time elected. Two-thirds (2/3) of the Members appearing in person or by proxy shall constitute a quorum at a meeting of the Members. The names and addresses of the initial Members of the Corporation are as follows:

NAME

ADDRESS

BROOKE SADLER

**295 KINSER PARK LANE
GREENVILLE, TN 37743**

RODNEY APPLGATE

**1843 COLLEGE DRIVE
WALLA WALLA, WA 98756**

PAMELA SADLER

**299 KINSER PARK LANE
GREENEVILLE, TN 37743**

This corporation shall issue no stock. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons except that this 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 this article. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements. Notwithstanding any other provision of these articles, this 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 1954 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 1954 or the corresponding provision of any future United States Internal Revenue Code. On the dissolution of this corporation the board of directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner or to the organization or organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt

organizations under Section 501(c)(3) of the Internal Code of 1954 or the corresponding provision of any future United States internal revenue law, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall revert to the General Conference of Seventh-Day Adventists, 12540 Old Columbia Pick, Silver Spring, MD 39904.

ARTICLE VII. PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the principal office of the Corporation is: 1031 W. Morse Blvd., Suite 160, Winter Park, Florida 32789, and the name and address of the Registered Agent is: Richard A. Leigh, 1031 W. Morse Blvd., Suite 160, Winter Park, Florida 32789.

ARTICLE VIII. BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Directors shall be elected as set forth in the Bylaws. The Bylaws may provide for *ex officio* and honorary Directors and their rights and privileges. The name and address of each current Director of the Corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
BROOKE SADLER	295 KINSER PARK LANE GREENVILLE, TN 37743
RODNEY APPLGATE	1843 COLLEGE DRIVE WALLA WALLA, WA 98756
PAMELA SADLER	299 KINSER PARK LANE GREENEVILLE, TN 37743

ARTICLE IX. OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors, (and may be removed by the Board of Directors), at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

President:

**BROOKE SADLER
295 KINSER PARK LANE
GREENVILLE, TN 37743**

Vice-President:

**RODNEY APPLGATE
1843 COLLEGE DRIVE
WALLA WALLA, WA 98756**

Treasurer/Secretary:

**PAMELA SADLER
299 KINSER PARK LANE
GREENEVILLE, TN 37743**

ARTICLE X. BY-LAWS

The By-Laws of this corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors. The provisions of Section 617.0206, Florida Statutes, as amended from time to time, shall govern the Bylaws.

ARTICLE XI. AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation.

ARTICLE XII. NONSTOCK BASIS

The Corporation is organized and shall be operated on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

ARTICLE XIII. INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida Not For Profit Corporation Act.

ARTICLE XIV. DISSOLUTION

In the event of the dissolution of this Corporation, all property and funds remaining after payment of debts of the Corporation shall be distributed to The General Conference of Seventh-day Adventist, 12540 Old Columbia Pike, Silver Spring, MD

39904, or its successor, and in the event The General Conference of Seventh-day Adventists, is no longer in existence, then said funds remaining shall be distributed to a Corporation, Trust or other Organization which would then qualify as a tax exempt organization under the provisions of the Internal Revenue Code as they now exist or as they may hereafter be amended.

ARTICLE XV. INCORPORATORS

The name and address of each Incorporator is as follows:


NAME

ADDRESS

RICHARD A. LEIGH

**1031 W. MORSE BLVD.
SUITE 160
WINTER PARK, FLORIDA 32789**

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation this 17th day of December, 2002.



RICHARD A. LEIGH

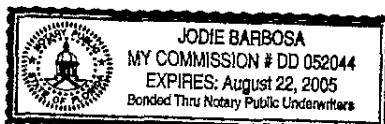
INCORPORATOR

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared Richard A. Leigh, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17th day of December, 2002.


NOTARY PUBLIC
MY COMMISSION EXPIRES:



CONSENT OF RESIDENT AGENT

THE UNDERSIGNED, having been named to as registered agent for this corporation, at the office designated in the Articles of Incorporation of said corporation, the undersigned accepts the designation.


RICHARD A. LEIGH

FILED
02 DEC 23 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA