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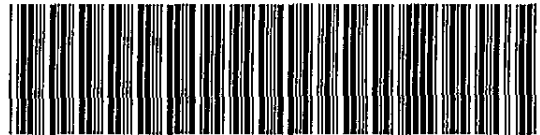
(Business Entity Name)

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03 JAN 13 PM 2:07
STATE
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CAPITAL CONNECTION, INC.

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

Lake Wales Medical Center

Auxiliary, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

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 _____

**ARTICLES OF INCORPORATION
OF
LAKE WALES MEDICAL CENTER AUXILIARY, INC.**

FILED
03 JAN 13 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 LAKE WALES MEDICAL CENTER AUXILIARY, INC., and the principal office shall be located at 410 South 11th Street, Lake Wales, Florida 33853.

ARTICLE II

The corporation is constituted so as to attract support from contributions, directly and indirectly from a representative number of persons in the area in which it operates and 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 Board of Directors 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 provide resources for the health care needs for the greater Lake Wales area without regard to race, color, creed, sex or ethnic and national origin and for such other purposes as the Corporation shall deem appropriate. To accomplish this purpose the Corporation shall invest and reinvest its funds and any future earnings, gifts or contributions received by the Corporation in such manner as will generate revenues to assist Lake Wales Medical Center Auxiliary, Inc. to achieve its goals as determined by its Board of Directors 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 Directors 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 such 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 corporation 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 majority vote of the Directors voting at any regular Directors meeting or at a special meeting called for that purpose.

ARTICLE VII

The name and residence of the subscriber is as follows:

MARTHA B. CARTER
1053 Sunset Drive
Lake Wales, FL 33853

ARTICLE VIII

The 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 President, Vice-President, Secretary/Treasurer, and a Board of not less than three (3) Directors and by such other officers of the Corporation as the Corporation may hereafter see fit to name and designate. The number of Directors may be increased from time to time by the Bylaws of the Corporation, but shall never be less than three (3) members. The initial Board consisting of four (4) Directors shall be composed of those persons hereinafter named:

Laura M. Hunt
803 N. Lakeshore Blvd.
Lake Wales, FL 33853

Martha B. Carter
1053 Sunset Drive
Lake Wales, FL 33853

Louise H. Glisson
711 Spring Drive, Apt. 11
Lake Wales, FL 33853

Rose Stephenson
1102 S. Lakeshore Blvd.
Lake Wales, FL 33853

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

The Directors 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 Directors may designate from time to time by resolution.

(b) Corporate Officers. The Board of Directors 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 Directors. Thereafter, such officers shall be elected at the Board of Directors meeting immediately after the annual meeting of members of the Corporation. Until such election is held, the following individuals shall serve as corporate officers:

President:	Laura M. Hunt
Vice-President:	Louise H. Glisson
Secretary/Treasurer:	Martha B. Carter

ARTICLE X

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

IN WITNESS WHEREOF, the undersigned subscriber has hereunto set her hand and

seal this 8th day of January, 2003.

Signed, Sealed and Delivered
in the Presence of:

Brenda J. Kavelak
BRENDA J. KAVELAK (Type or Print Name)

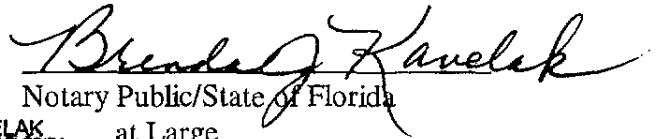
Martha B. Carter
MARTHA B. CARTER

Vera M. Keen
VERA M. KEEN (Type or Print Name)

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 8th day of January, 2003, by MARTHA B. CARTER, ☒ who is personally known to me or

[] who has produced _____ as identification.


Notary Public/State of Florida

BRENDA J. KAVELAK
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD097412
EXPIRES 05/11/2006
BONDED THRU 1-888-NOTARY1

at Large

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 LAKE WALES MEDICAL CENTER AUXILIARY, 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 MARTHA B.
CARTER, located at 1053 Sunset 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: 
MARTHA B. CARTER

FILED
03 JAN 13 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA