

No3000000761

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STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

03 JAN 30 AM 8:45

RECEIVED



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FILED

03 JAN 21 AM 9:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01/30/03--01028--002 \*\*78.75

203-1746  
1/30

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Health Resources & Management Centre, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Nouval A. Guerrero  
Name (Printed or typed)

7641 Harbor Bend Circle  
Address

Orlando, FL 32822  
City, State & Zip

(407) - 306 - 0508  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

*Called at 4:00 left message*

*1103-1749*

# ARTICLES OF INCORPORATION

Of

HEALTH RESOURCES & MANAGEMENT CENTRE, INC.

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03 JAN 21 AM 9:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE I – NAME

The name of not for profit corporation shall be: Health Resources & Management Centre, Inc.

## ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: Health Resources & Management Centre, Inc., 7641 Harbor Bend Circle Orlando, Florida 32822, Orange County.

## ARTICLE III – CORPORATE PURPOSES

Said corporation is organized exclusively for charitable, religious, educational, scientific, and literary within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## ARTICLE IV – MANNER OF ELECTION

The Officers of this corporation shall be elected annually by the Board of Directors in January and fill any vacancies at any board meeting. Each Officer shall hold office for a period of one (1) year, or until his or her successor shall have been duly elected and shall have qualified or until he or she shall resign or shall be removed in the manner hereinafter provided, and may be reelected to a second term. President-elected shall become Board President at the next election of officers.

#### ARTICLE V – CORPORATE POWERS

Notwithstanding any other provision of this Articles of Incorporation, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

#### ARTICLE VI – NO CAPITAL STOCK; DISSOLUTION

This corporation is organized on a non-stock basis. The corporation shall not issue stock, but membership of such corporation shall be evidenced by a certificate of membership which shall contain the statement, printed prominently upon the face of the certificate, that the corporation is a not for profit corporation. No dividends shall be paid, and no part of the income of the corporation shall be distributed to its members, directors, and officers. The corporation may pay compensation in reasonable amounts to its members, directors, and officers for services rendered and may confer benefit upon its members in conformity with its corporate purposes.

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 a corresponding section of any future federal tax code, or shall be distributed to federal government, or to 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 organizations or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE VII – INITIAL DIRECTORS/OFFICERS

The street address of the initial registered office of this corporation is 7641 Harbor Bend Circle, Orlando, FL 32822 and the name of the initial registered agent of this corporation at that address is Nouval A. Guerrero.

#### ARTICLE VIII – QUALIFICATION OF MEMBERS

The qualifications of members and the manner of their admission shall be as regulated by the bylaws of this corporation.

#### ARTICLE IX – INITIAL DIRECTORS/OFFICERS

The directors of this corporation are to be elected or appointed in the manner specified in the bylaws of the corporation. This corporation shall have this director constituting the initial Board of Directors. The number of directors may be increased from time to time by the bylaws of this corporation. The name and address of the initial Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Nouval A. Guerrero	7641 Harbor Bend Cir. Orlando, FL 32822
Marianne E. Norton	2821 Willow Run Orlando, FL 32808
Frank A. Newton	912 Fort Jackson Blvd Orlando, FL 32822

#### ARTICLE VII – INCORPORATOR

The name and address of each person signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Nouval A. Guerrero	7641 Harbor Bend Cir. Orlando, FL 32822

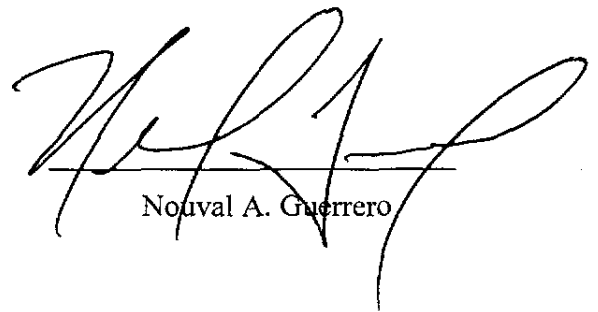
#### ARTICLE X – INDEMNIFICATION

The corporation shall indemnify any officer or director, and any formal officer or director, to the fullest extent permitted by law.

ARTICLE XI – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto.

IN WITNESS WHEREOF, the undersigned subscriber has excused these Articles of Incorporation this, 16<sup>th</sup> day of January 2003.



Nouval A. Guerrero

STATE OF FLORIDA }

} ss.

COUNTY OF ORANGE }

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Nouval A. Guerrero, known to be and known by me to be the person who executed this Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid,

This 16 day of JANUARY, 2003

Type of Identification Produced: Florida Driver's License# G 660-621-80-0210-1

Notary Public

*Lois Di Nardo*



Commission Number: DD 020115

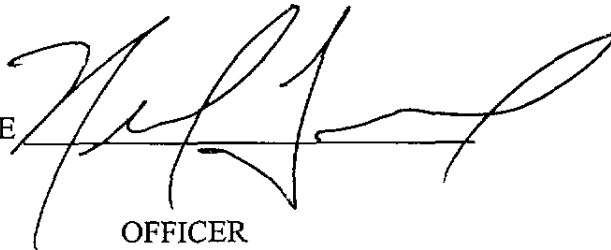
Expires: 4/23/05

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA

The following is submitted in compliance with Florida State Sections: 48.091 and 617.0501:

That Health Resources & Management Centre, Inc. desiring to organize or qualify under the law of the State of Florida with its principle place of business at 7641 Harbor Bend Circle Orlando, Florida 32822, has named Nouval A. Guerrero, at 7641 Harbor Bend Circle, City of Orlando, State of Florida as its agent to accept service of process within Florida.

SIGNATURE



TITLE:

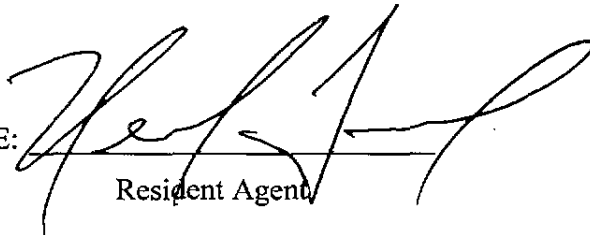
OFFICER

DATE: January 16<sup>th</sup>, 2003

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated corporations as the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provision of all statutes relative to the proper performance of my duties.

SIGNATURE:

  
Resident Agent

DATE: January 16<sup>th</sup>, 2003