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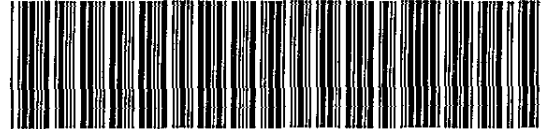
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03 JUN 13 PM 1:42

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**Smith  
Smith, Moore &  
Smith**

ATTORNEYS AT LAW, P.A.

Michael S. Smith  
Stephen A. Smith, P.A.  
Paul V. Smith  
G. Cline Moore

June 12, 2003

Corporate Records Bureau  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: AIR MEDIC ONE, INC.

Dear Sir or Madam:

Enclosed herewith for processing are the original and one copy of the proposed Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$78.75 to cover the necessary charges.

If further information or monies are required, please contact our office. We would appreciate your returning to this firm a copy of the Articles of Incorporation.

Thank you for your assistance in this matter.

Sincerely,  
MICHAEL S. SMITH

By: Charlie Williams  
Lydia "Charlie" Williams  
Legal Assistant

/lcw  
Encls.

**ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 JUN 13 PM 1:42

**AIR MEDIC ONE, INC.**

The undersigned, acting as the incorporator for the purpose of forming a not for profit corporation, pursuant to Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the Corporation is AIR MEDIC ONE, INC..

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial mailing address of the principal place of business of this corporation in the State of Florida is: 333 N. Byron Butler Parkway, Perry, Florida 32347.

**ARTICLE III**

**PURPOSE**

The purposes for which the corporation is organized are as follows:

A. To receive and administer funds and to operate exclusively for religious, charitable, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation (the "Code").

B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interest, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the corporation.

C. To do such things and to perform such acts to accomplish its purposes as the Board of Trustees may determine to be appropriate as are not forbidden by Section 501(c)(3) of the Code, with all the power conferred on nonprofit corporations under the laws of the State of Florida.

## **ARTICLE IV**

### **TERM**

Corporate existence shall commence upon filing these Articles of Incorporation with the Secretary of State and the term of the Corporation shall be perpetual.

## **ARTICLE V**

### **POWERS**

The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these Articles; provided, however, that notwithstanding any other provision of these Articles, the Corporation shall not carry on an activities not permitted to be carried on by an organization exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law.

## **ARTICLE VI**

### **LIMITATIONS**

The Corporation shall be operated exclusively for charitable and educational purposes as a nonprofit corporation. No individual trustee or member of the corporation shall have any title to or interest in the corporate property or earnings in his or her individual or private capacity and no part of the net earnings of the corporation shall inure to the benefit of any director, trustee, officer, member or any private shareholder or individual. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempt to influence legislation, nor shall the corporation participate or intervene in any political campaign on behalf of (or in opposition to) any candidate for public office.

## **ARTICLE VII**

### **MEMBERS**

Qualification for membership in the Corporation, the manner of members' admission and membership voting rights shall be provided for in the Bylaws of the Corporation.

## **ARTICLE VIII**

### **TRUSTEES**

(a) Powers: All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of the Board of Trustees.

(b) Number: The number of trustees shall be determined from time to time in accordance with the Bylaws, but shall never be less than three trustees, and, in the absence of any such determination, shall be three trustees.

(c) Election; Removal: Trustees shall be elected or removed in accordance with the procedure provided in the Bylaws.

(d) Initial Officers: The names and address of the initial officers to hold office until the first annual meeting of members and until their successors shall have been elected and qualified are as follows:

#### **NAME AND ADDRESS**

JAMES W. McKNIGHT  
333 N. Byron Butler Parkway  
Perry, Florida 32347

President

REMER DeLOACH  
333 N. Byron Butler Parkway  
Perry, Florida 32347

Secretary / Treasurer

## **ARTICLE IX**

### **REGISTERED AGENT AND OFFICE**

The street address of the registered office of the Corporation in the State of Florida is 333 N. Byron Butler Parkway, Perry, Florida 32347, and the name of its initial registered agent at such address shall be JAMES W. McKNIGHT. The mailing address of the corporation is 333 N. Byron

Butler Parkway, Perry, Florida 32347.

#### **ARTICLE X**

##### **INCORPORATOR**

The name and post office address of the incorporator signing these Article of Incorporation is: JAMES W. McKNIGHT, 333 N. Byron Butler Parkway, Perry, Florida 32347.

#### **ARTICLE XI**

##### **BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees and may be altered, amended or rescinded by the Board of Trustees.

#### **ARTICLE XII**

##### **AMENDMENT**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

#### **ARTICLE XIII**

##### **DISSOLUTION**

In the event of dissolution, the residual assets of the Corporation shall be turned over to one or more organizations which themselves are exempt from federal income tax as organizations described in Section 501(c)(3) of the internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal Revenue Law, or to the federal, state or local government for exclusively public purposes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

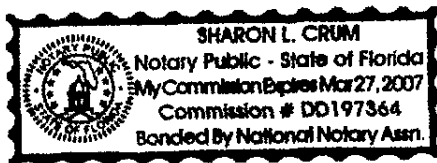
10 day of June, 2003.

James W. McKnight (SEAL)  
JAMES W. McKNIGHT

STATE OF FLORIDA,  
COUNTY OF TAYLOR,

Before me, personally appeared JAMES W. McKNIGHT, the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 10 day of June, 2003.



Sharon L. Crum  
Notary Public - State of Florida  
[ ☒ ] personally known to me  
[     ] produced \_\_\_\_\_  
as identification.

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of AIR MEDIC ONE, INC. which is contained in the foregoing Articles of Incorporation.

Dated this 10 day of June, 2003.

James W. McKnight  
JAMES W. McKNIGHT  
Registered Agent

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