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EFFECTIVE DATE 5/18/05

5/25/05 BhK

### TRANSMITTAL LETTER

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

SUBJECT: Century Heath Care Access, Inc. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)				
/ (PROPOSED CORPORATE NAME – <u>MUST INCLUDE SUFFIX</u> )				
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: Ann C. Brooks Name (Printed or typed)				
9302 N Century Blvd Address				
Century, FL 32535 City, State & Zip				
(850) 256-2999 Daytime Telephone number				

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

## ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

05 MAY 24 PM 3: 26

OF

SEGIAL AFTE OF STATE TALLAHASSEE, FLORIDA

A CORPORATION NOT FOR PROFIT

#### **ARTICLE ONE**

#### **NAME**

The name of the corporation shall be Century Health Care Access, Inc.

#### ARTICLE TWO

#### PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7600 Mayo Street P.O. Box 266 Century, FL 32535

#### ARTICLE THREE

#### **PURPOSE**

The purpose for which the corporation is organized is:

The corporation is organized in order to engage in any lawful purpose or purposes not for pecuniary profit, and for the purposes of facilitating access to a health care facility for the community of Century, Florida, and surrounding areas.

The corporation may accumulate income in such amounts and for such times as are permissible without penalty under the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, for the sole purpose of engaging in the above-described activities.

Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (1) by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or (2)

by any organization, contributions to which are deductible under Section 170(c)(2) of such Code and its Regulations as they now exist or as they may hereafter be amended.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of 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 (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE FOUR

#### **INITIAL DIRECTORS**

#### AND MANNER OF ELECTION

There shall be three members of the initial Board of Directors of the corporation. The name and addresses of the persons who are to serve as Directors until the first election thereof by majority vote of the initial Board of Directors are as follows:

Stephanie Cassidy P.O. Box 266

Century, FL 32535

Carolyn Raap P.O. Box 306

Flomaton, AL 36441

Imogene Brown 808 39<sup>th</sup> Street

Ashland, KY 41101

#### ARTICLE FIVE

#### **OFFICERS**

The affairs of the corporation are to be managed by the Chairperson, a Secretary, and a Treasurer. Such officers will be elected annually on the third Monday of every January. The names of the persons who are to serve as officers until the first election of officers under these Articles of Incorporation are as follows:

ChairpersonStephanie CassidySecretaryImogene BrownTreasurerCarolyn Raap

#### **ARTICLE SIX**

#### INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Stephanie Cassidy 806 Lakewood Road Pensacola, FL 32507

#### **ARTICLE SEVEN**

#### **INCORPORATOR**

The name and address of the Incorporator is:

Stephanie Cassidy P.O. Box 266 Century, FL 32535

#### **ARTICLE EIGHT**

#### **DURATION**

The duration of existence of the corporation is perpetual.

#### ARTICLE NINE

#### **EFFECTIVE DATE**

The effective date of the corporation is May 18, 2005.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

05/20/2005 Date 05/20/2005

State of Florida **Escambia County** 

Personally appeared before me, the undersigned authority, Stephanie Cassidy, personally known to me, who being duly sworn, acknowledged that she signed the same for the purposes therein expressed.

WITNESS my hand and seal in Escambia County, Florida, this 20 day of May, 2005.

Ann Cofield Brooks Commission #DD319524 Expires: May 16, 2008
Bonded Thru
Atlantic Bonding Co., Inc.