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DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA
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3/22/06

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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SECRETARY OF STATE
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*Gulf Coast Oncology
Foundation, Inc*

- ☒ Art of Inc. File _____
- ☐ LTD Partnership File _____
- ☐ Foreign Corp. File _____
- ☒ ~~File~~ _____
- ☐ Fictitious Name File _____
- ☐ Trade/Service Mark _____
- ☐ Merger File _____
- ☐ Art. of Amend. File _____
- ☐ RA Resignation _____
- ☐ Dissolution / Withdrawal _____
- ☐ Annual Report / Reinstatement _____
- ☐ Cert. Copy _____
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- ☐ Certificate of Good Standing _____
- ☐ Certificate of Status _____
- ☐ Certificate of Fictitious Name _____
- ☐ Corp Record Search _____
- ☐ Officer Search _____
- ☐ Fictitious Search _____
- ☐ Fictitious Owner Search _____
- ☐ Vehicle Search _____
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- ☐ UCC 1 or 3 File _____
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**ARTICLES OF INCORPORATION
FOR
GULFCOAST ONCOLOGY FOUNDATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a Corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the Corporation shall be: GULFCOAST ONCOLOGY FOUNDATION, INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this Corporation shall be: 1201 5TH AVENUE NORTH, SUITE 505, ST. PETERSBURG, FLORIDA 33705.

ARTICLE III PURPOSE(S)

The purposes for which the Corporation is formed are:

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, all for the public by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterward amended, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to §501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for

the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Code of (STATE) for scientific, educational, and charitable purposes all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that 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 these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except that, if the Corporation so elects, it may make such expenditures in conformity with §501(h) of the Internal Revenue Code) and the Corporation shall not participate in or intervene in (including publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under §501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

(c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article 4 are the following:

The Corporations charitable purpose is to assist persons who have been diagnosed with cancer and provide support for their families. The Corporation will provide this support in terms of financial assistance for those persons and their families who are unable to cope with the costs not only associated with the treatment but with other fundamental day to day costs including meals, transportation and other basic human dignity expenses. In addition, the Corporation intends to provide support by educating the general public concerning the treatment of and how to care for those who have been diagnosed with this disease.

(d) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers earlier set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes of any part or parts thereof, provided the same are not inconsistent with the laws under which this Corporation is organized.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The Directors shall be elected on an annual basis by the members of the Corporation. The duties, removal of and restrictions concerning the Directors, shall be governed by the Bylaws. However, the Corporation shall, at a minimum, have three (3) Directors.

ARTICLE V MEMBERS

The Corporation shall have no members.

ARTICLE VI DISSOLUTION

Upon the dissolution or liquidation of the Corporation, the assets of the Corporation shall be distributed to an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended as to be determined by the Board of Directors. Otherwise the assets of the Corporation shall be distributed to an educational, religious, literary or other organization which is similar to the Corporation and which organization is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the assets shall be distributed to the United States of America.

ARTICLE VII PROHIBITIONS

The Corporation shall not engage or devote more than an insubstantial part of its activities to influencing legislation by propaganda or otherwise; or to directly or indirectly participate in or intervene in any political campaign on behalf or in opposition to any candidate for public office; or to have objectives and to engage in activities that will characterize it as an "action" organization.

ARTICLE VIII LIMITATION OF CORPORATE POWERS

The corporate powers of this Corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE IX INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is: Patrick M. O'Connor, Esquire of O'Connor & Associates, 1250 S. Belcher Road, Suite 160, Largo, Florida 33771.

ARTICLE X INCORPORATORS

The name and street address of the incorporator for these Articles of Incorporation is: Patrick M. O'Connor, Esquire of O'Connor & Associates, 1250 S. Belcher Road, Suite 160, Largo, Florida 33771.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a Corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 20th day of March, 2006.

By: _____

Patrick M. O'Connor
Incorporator

Acknowledgment of Registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

By: _____

Patrick M. O'Connor
Registered Agent

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