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COVER LETTER

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

SUBJECT: Wellness Interfaith Network, 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:

Ram Feaser
Name (Printed or typed)
W110 / Pastoral Care
91500 Overseas Highway
Address
Tavernier, FL 33070
City, State & Zip
305.434.1027
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 10, 2006

PAM FEESER
91500 OVERSEAS HWY.
TAVERNIER, FL 33070

SUBJECT: WELLNESS INTERFAITH NETWORK, INC.
Ref. Number: W06000021745

We have received your document for WELLNESS INTERFAITH NETWORK, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Document Specialist
New Filing Section

Letter Number: 906A00033141

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of said corporation shall be: WELLNESS INTERFAITH NETWORK, Inc.

ARTICLE II: PRINCIPLE OFFICE

The place in Florida where the principal office of the corporation is to be located is; Wellness Interfaith Network, Inc.; 91500 Overseas Highway; Tavernier, FL 33070.

ARTICLE III: PURPOSE

The purposes for which said corporation is formed are:

Said corporation is organized exclusively for religious, educational and charitable purposes: to provide for the development, coordination, organization, and promotion of ancillary health services in the public and private non-profit sector in Monroe County, Florida.

- (1) Convening diverse community members to determine health related areas of need and/or problems and issues:
- (2) Determining community assets to address specific health related problems:
- (3) Recruiting key people and resources to address identified problems:
- (4) Developing partnerships and collaborations with service providers, leaders, individuals, groups, and organizations:
- (6) Maintaining a comprehensive list of regional social service providers, not for profit agencies, health professionals, and health educators in order to provide referrals and assistance:
- (7) Providing public health information relating to wellness and disease prevention:
- (8) Providing coordination of affordable, accessible, and equitable health and human services for the elderly and disadvantaged in underserved areas;
- (9) Conducting, coordinating, and assisting in orientation and training programs for the development of skills of volunteers and of volunteer groups;
- (10) Providing a continuing program for interpreting health needs and mobilizing community resources to meet them, emphasizing agency collaboration and the role of volunteers in the local service delivery system;
- (11) Soliciting, receiving, and maintaining funds to support the programs of the corporation;
- (12) Cooperating with governmental, social, and charitable agencies in meeting regional health related needs and to seek equitable solutions in any manner that a corporation, not for profit, organized for charitable purposes may lawfully do or perform.

ARTICLE IV: Other purposes for which this corporation is formed and the powers it shall have in order to carry out its primary purposes are:

- (1) To engage in any one or more other businesses or transactions which the Board of Trustees of this corporation may from time to time authorize or approve;
- (2) To exercise any and all rights and powers which a corporation may now or hereafter exercise;
- (3) To enter into, make, perform and carry out contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association or corporation, municipality, county, parish, state, territory, government or other municipal or governmental subdivision;
- (4) To take, purchase and otherwise, acquire, own, hold, use, sell, assign, improve, hypothecate, construct, operate and generally deal in and with all forms of personal and real property and property rights of every class and description, and governmental, state, territorial, county and municipal grants and concessions of every character which this corporation may deem advantageous in the prosecution of its business or in the maintenance, operation, development or extension of its properties;
- (5) To act as principal, agent, joint venture, partner or in any other capacity which may be authorized or approved by the Board of Trustees of this corporation, and which may be calculated directly or indirectly to promote the interests of this corporation or to enhance the value of its property or business;
- (6) To have and to exercise all the powers conferred by the laws of (state) upon corporations formed under the laws pursuant to and under which this corporation is formed, and such laws that are not in effect or may at any time hereafter be amended.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no wise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

ARTICLE V: MANNER OF ELECTION

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The affairs of the corporation shall be conducted by the Board of Directors whose membership and election are as determined in the corporation bylaws.

The Board shall be elected, the length of terms, and nominating procedures, their rights and privileges, and responsibilities shall be set in the by-laws. Initially such officers shall be elected at the first meeting of the board of directors.

ARTICLE VI: DEDICATION OF ASSETS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 Article FOURTH and Article FIFTH hereof. 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 publishing or distribution of statements) any political campaign on behalf of 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 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) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VII: DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Trustees 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 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine.

ARTICLE VIII:

All references herein to provisions of the Internal Revenue Code of 1986, as amended, shall be deemed to include statutes that succeed such provisions (i.e. the corresponding provisions of future United States Internal Revenue Law).

ARTICLE IX: INCORPORATORS

The following persons serve as the incorporators of this corporation. For the purpose of forming this non-profit corporation under the laws of Florida have executed these Articles of Incorporation on May 8, 2006.

Name: James Gustafson

James Gustafson signature

James Gustafson Print name

5/8/06 Date

Name: Debbie Premaza

Debbie Premaza signature

Debbie Premaza print name

5-8-06 date

Name: Mark Szurek

Mark Szurek signature

MARK SZUREK print name

5/8/06 date

Name: Pam Feesser

Pam Feesser Signature

Pamela A. Feesser Print name

May 5, 2006 date

ARTICLE X: INITIAL DIRECTORS AND OFFICERS

The names and addresses of initial directors: (officers will be elected at the first meeting according to Article V)

Class of 2009	Class of 2008	Class of 2007
Mariners Representative The Rev. James Gustafson Pastoral Care 91500 Overseas Highway Tavernier, FL 33070-2547	Provider representative Michael Cunningham AHEC 9713 OH Marathon, FL 33050	Christian Representative
Lifeline Home Healthcare representative Ms. Debbie Premaza 99198 Overseas Hwy Key Largo, FL 33037	Provider representative Jimmy Anderson FDOH, Public Health Roth Building 50 High Point Rd. Tavernier, FL 33070	At large representative
Rural Health Network Representative Dr. Mark Szurek Rural Health Care of Monroe County PO Box 4966 Key West, FL 33041	Religious Rep. Coral Isle Church	At large representative Teresa Kwalick Mariners Hospital 91500 Overseas Highway Tavernier, FL 33070
Jewish Representative James Boruszak PO Box 854 Tavernier, FL 33070	Consumer Representative	At large Representative
Consumer Representative Baroness Mo Schnieder 734 Largo Road Key Largo, FL 33037	At large Representative Anna Olson 88181 Old Hwy Unit A-41 Islamorada, FL 33036	Consumer Representative

ARTICLE XI: INITIAL REGISTERED AGENT AND STREET ADDRESS

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

The Rev. Pamela Feeser, D.Min.
Mariners Hospital
Tassell Building, WIN office
91500 Overseas Highway
Tavernier, FL 33070

Signature

Print name

Pamela A. Feeser

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TALLAHASSEE, FLORIDA

ARTICLE XII: BY-LAWS

Subject to the limitations contained in the by-laws, (and any limitations set forth in the Corporations non profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation,) by-laws of this corporation may be made, altered, rescinded, added to, or new by-laws may be adopted, by the procedure set forth in the by-laws.

ARTICLE XIII: AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution approved by a vote of one more than a quorum (quorum being one more than 50%) of the board of directors at any regular or special meeting.