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07 JAN -2 AM 10:24
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TALLAHASSEE, FLORIDA

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

SUBJECT: Florida Association of Children's Hospitals, Inc.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Van P. Geeker, Esquire
Name (Printed or typed)

2457 Care Drive
Address

Tallahassee, Florida 32308
City, State & Zip

(850) 878-2411
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
FLORIDA ASSOCIATION OF CHILDREN'S HOSPITALS, INC.

APPROVED
AND
FILED
07 JAN - 2 AM 10: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation shall be "Florida Association of Children's Hospitals, Inc."

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business and the mailing address of this Corporation shall be 807 Children's Way, Jacksonville, Florida 32207.

ARTICLE III - PURPOSES

The specific purposes for which this Corporation is organized are:

- (a) To operate without regard to race, age, sex or national origin;
- (b) To unite children's hospitals in the State of Florida into a representative organization that will function to enhance and improve children's healthcare through collaborative efforts in patient care and services, education and research;
- (c) To cooperate with other organizations of similar purpose, and the healthcare profession at large; and
- (d) To serve in child advocacy.

ARTICLE IV - OFFICERS

The business of this Corporation is to be managed by a President, Vice President and Secretary/Treasurer. The office of the Secretary/Treasurer may be held by the same person, and those who manage the business of this Corporation shall be elected at an annual meeting of this Corporation and shall serve for a period of two (2) years. The names and addresses of the officers who shall serve for the initial two (2) year term are:

- (a) Michael Aubin, President
St. Joseph's Children's Hospital
3001 West Martin Luther King Boulevard
Tampa, Florida 33607
- (b) William Blanchard, MD, Vice President
Children's Hospital @ Sacred Heart
5153 North Ninth Avenue
Pensacola, Florida 32504
- (c) Larry Freeman, Secretary/Treasurer
Wolfson Children's Hospital
800 Prudential Drive
Jacksonville, Florida 32207

ARTICLE V - DIRECTORS

The Board of Directors shall be determined pursuant to the method of election as set forth in the Bylaws of the Corporation.

ARTICLE VI - POWERS

This Corporation is formed exclusively for purposes specified in Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code"). No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, members of the Board of Directors or officers or other private persons, except that this Corporation shall be authorized and empowered to pay reasonable compensation to its employees for services rendered. 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 concerning) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt under Section 501(c)(6) of the Code.

ARTICLE VII - MEMBERS

The members of this organization shall be children's hospitals that:

- (a) Provide a full spectrum of pediatric and pediatric subspecialty care;

- (b) Accept all children for care regardless of the ability of the parent, guardian or care giver to pay;
- (c) Possess an administrative and nursing staff exclusively dedicated to the children's hospital;
- (d) Possess a physical, separate distinctive part of a general medical hospital center or be free standing;
- (e) Are governed by an appropriate board of directors; and
- (f) Are approved by the Joint Commission on Accreditation of Hospitals.

ARTICLE VIII - DISSOLUTION ON LIQUIDATION

In the event of dissolution of this Corporation or the winding up its affairs, or other liquidation of its assets, this Corporation's property shall not be conveyed to any organization created or operated for profit or to any individual, and all assets remaining after the payment of this Corporation's debts shall be conveyed or distributed at the direction of the then Directors of this Corporation to its member organizations.

ARTICLE VIII - INITIAL REGISTERED AGENT

The name and address of the initial registered agent are:

Larry Freeman
Wolfson Children's Hospital
800 Prudential Drive
Jacksonville, Florida 32207

ARTICLE IX - BYLAWS

The members of this Corporation shall make and adopt Bylaws for this Corporation and said members, by a two-thirds (2/3) vote, either in person or by proxy, shall have the power to alter, amend and rescind such Bylaws or adopt new Bylaws.

ARTICLE X - INCORPORATOR

The name and address of the Incorporator are:

Michael Aubin
St. Joseph's Children's Hospital
3001 West Martin Luther King Boulevard
Tampa, Florida 33607



MICHAEL AUBIN
Incorporator

Date: 12/1/06

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.



LARRY FREEMAN
Registered Agent

Date: 12/29/06

APPROVED
AND
FILED
07 JAN -2 AM 10: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA