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2001 MAY 16 PM 12: 01 SECRETARY OF STATE

J. ST. YAH STANKE L

HENRY, BUCHANAN, HUDSON, SUBER & CARTER, P.A.

ATTORNEYS AT LAW

ESTABLISHED 1974

2508 BARRINGTON CIRCLE TALLAHASSEE, FLORIDA 32308

MAILING ADDRESS: POST OFFICE BOX 14079 TALLAHASSEE, FLORIDA 32317-4079

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*BOARD CERTIFIED CIVIL TRIAL LAWYER

BRYAN W. HENRY (1925-1986) JOHN D. BUCHANAN, JR.

J. STEVEN CARTER*

EDWIN R. HUDSON

J. DAVID MARSEY CARRIE MENDRICK ROANE JESSE F. SUBER*

LAURA BETH FARAGASSO

May 14, 2007

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

> Articles of Incorporation for Franklin County Community Health, Inc A Not For Profit Corporation

To Whom It May Concern:

I have enclosed the original and one copy of the Articles of Incorporation for County Community Health, Inc., along with a check in the amount of \$78.75 for the Please process these and return a certified copy of the Articles of Incorporation to me as quickly as possible.

If you have any questions or need additional information, please contact me or my assistant, Sally McWilliams.

Sincerely,

Henry, Buchanan, Hudson, Suber & Carter, P.A.

John D. Buchanan, Jr.

For the Firm

JDB/ssm Enclosures

ARTICLES OF INCORPORATION

FOR

FRANKLIN COUNTY COMMUNITY HEALTH, INC.

I, the undersigned, desiring to form and create a Florida Not for Profit Corporation under and pursuant to Chapter 617, Florida Statutes, do hereby state and certify the following:

ARTICLE ONE

NAME

1.01 The name of the Florida not for profit corporation (hereinafter referred to as the "Corporation") is "FRANKLIN COUNTY COMMUNITY HEALTH, INC."

ARTICLE TWO

<u>DURATION</u>

2.01 The duration of this Corporation is perpetual.

SECRETARY OF STATE TALLAHASSEE, FLORID,

ARTICLE THREE

<u>PURPOSES</u>

- 3.01 The specific purposes for which this Corporation is organized are:
- (a) To own, manage, control, operate, govern, reconstruct, repair, lease existing hospitals and related support facilities, and nursing homes in Florida and to own, operate, construct, and lease medical hospitals and related support facilities including nursing homes which may be constructed in Florida.
- (b) To establish or operate a hospital, extended care facilities, nursing homes, clinics, and health care services for the purpose of furnishing medical and surgical aid, nursing and medical care.
 - (c) To carry on education or other activities related to the rendering of care to the sick or

sick or injured, or for the promotion of the general health and welfare of the citizens of Franklin County, State of Florida.

- (d) To solicit and received funds, gifts, endowments, donations, devised and bequests.
- (e) To lease or purchase land or lands, building or buildings, to purchase and construct buildings for purposes in connection with the activities of this Corporation, including but not limited to hospitals, doctors' offices, clinic, laboratories, or any other kind of related medical activity.
- (d) To exercise any and all the powers provided for under Chapter 617, Florida Statutes, as may be amended for non-profit corporations.

This Corporation is organized exclusively for public purposes as a not-for-profit corporation and its activities shall be conducted for such purposes and in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer, or individual. In addition, the Corporation shall be authorized to exercise the powers permitted for non-profit corporations under Chapter 617, Florida Statutes, as amended, provided, however that the Corporation while exercising any one or more of the power shall do so in furtherance of the exempt purposes for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code or any amendments thereto.

ARTICLE FOUR

MEMBERS

4.01 The Corporation shall have no members except for directors. The Bylaws of the Corporation contain provisions relating to qualification for membership, the rights of members, and such other matters concerning membership.

ARTICLE FIVE

DIRECTORS

5.01 The number of Directors constituting the initial Board is seven (7). The initial Board of Directors are:

NAME and STREET ADDRESS

- Ms. Gayle Dodd, Chair 865 Highway 98 Eastpoint, FL 32328
- Mr. Curt Blair, Vice Chair 184 Avenue E Apalachicola, FL 32329
- Ms. Tammy Hardy
 312 Northwest Avenue D
 Carrabelle, FL 32322
- Dr. Stephen Miniate
 137 12th Street
 Apalachicola, FL 32320
- Mr. Paul Marxsen
 108 Southeast Avenue B
 Carrabelle, FL 32322
- 6. Mr. Mark Friedman 219 Avenue E Apalachicola, FL 32320

The seventh member of the Board of Directors shall be appointed by the existing Board pursuant to the Bylaws of the Corporation.

5.02 The manner of appointment of Directors, their duties, and term shall be governed by the Corporation's Bylaws.

ARTICLE SIX

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

6.01 The principal place of business and the mailing address of this Corporation shall be: 135 Avenue G, Apalachicola, FL 32320.

ARTICLE SEVEN

DISSOLUTION

7.01 Upon dissolution of this Corporation, all of its assets remaining after the payment of all costs and expenses of such dissolution shall be distributed to Franklin for a public purpose, and none of the assets shall be distributed to any member, officer, or director, of this Corporation.

ARTICLE EIGHT

AMENDMENTS TO THE ARTICLES OF INCORPORATION

8.01 The Board of Directors may amend, alter, or appeal any provision of these Articles of Incorporation by an affirmative majority vote of three-fourths (3/4) of the Board of Directors.

ARTICLE NINE

REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

9.01 The registered office of the Corporation is located at Henry, Buchanan, Hudson, Suber & Carter, P.A., 2508 Barrington Circle, Tallahassee, Florida 32308 and the mailing address of the registered office is Post Office Box 14079, Tallahassee, Florida 32317-4079. Its registered agent is John D. Buchanan, Jr.

Having been named as registered agent and to accept service of process for the above stated Florida not for profit corporation at the place designated in this certificate, I hereby accept the

accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 617, Florida Statutes.

ARTICLE TEN INCORPORATOR

10.01 The names and address of the Incorporator for these Articles of Incorporation is John D. Buchanan, Jr., Esquire, Henry, Buchanan, Hudson, Suber & Carter, P.A., 2508 Barrington Circle, Tallahassee, Florida 32308. The mailing address is Post Office Box 14079, Tallahassee, Florida 32317-4079.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and acknowledged them to be my act this // day of May, 2007.

JOHN D. BUCHÁNAN, JR., Signature/Incorporator

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and accept my appointment as Registered Agent this 1/2 day of May, 2007.

JOHN D. BUCHANAN, JR., Signature/Registered Agent

STATE OF FLORIDA COUNTY OF LEON

On this 11 day of May, 2007, before me personally appeared JOHN D. BUCHANAN, JR., known to me to be the person whose name is subscribed to the instrument within, and acknowledges that HE executed the instrument for the purposes contained in the instrument.

IN WITNESS WHEREOF, I sign here and set my official seal.

NOTARY PUBLIC

My commission expires:

Valerie L. Brautigass
Commission # DD455033
Expires July 26, 2009
Boncod Troy Fain - Insurance Inc. 500-385 7019