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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 JUL 23 PM 2:40

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7/23/07

THE LAW OFFICE OF
GREGORY V. BEAUCHAMP, P.A.
107 EAST PARK AVENUE, 32626
P. O. BOX 1129
CHIEFLAND, FL 32644
FAX (352)493-1378
(352)493-1458

July 19, 2007

Secretary of State
Division of Corporations
P. O. Box 6327
The Capitol
Tallahassee, FL 32314

Attn: Articles Of Incorporation

Re: TRI-COUNTY HEALTH ALLIANCE, INC.

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles Of Organization for the above-named corporation. In addition, a check in the amount of \$133.75 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Registered Agent	35.00
Certified Copy	8.75
	\$ <u>78.75</u>

Please file the original of the enclosed Articles Of Incorporation and return a certified copy to me at your earliest opportunity.

Sincerely,


Gregory V. Beauchamp

GVB/dp
Enclosures

**ARTICLES OF INCORPORATION
OF
TRI-COUNTY HEALTH ALLIANCE, INC.**

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07 JUL 23 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a non-profit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is: **TRI-COUNTY HEALTH ALLIANCE, INC.**

ARTICLE TWO

NOT FOR PROFIT

The corporation is a nonprofit corporation under the laws of the State of Florida. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable or for the benefit of its members, trustees or officers, except to the extent permissible under law.

ARTICLE THREE

DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR

PURPOSES

The corporation is organized, and shall be operated exclusively for, the following purposes:

- A. To allow a specific group of individuals to organize the health care professionals in Levy County, Gilchrist County and Dixie County to better coordinate, promote and provide health care for the residents of all three counties.
- B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the

foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them,

ARTICLE FIVE

LIMITATION

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees or officers, but 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 Four hereof.

ARTICLE SIX

MEMBERS

The corporation shall have voting members who shall be elected (and may be removed) by the voting members and shall have all the rights and privileges of the corporation. The Bylaws shall provide for the qualification of members and the manner of their admission. The Bylaws may also provide for non-voting members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote.

ARTICLE SEVEN

INITIAL REGISTERED OFFICE AND AGENT/PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 1315 N. W. 21st Avenue, Chiefland, Florida 32626 and the name of the initial registered agent at that address is JESSE LIPNICK. The principal office and its mailing address are the same.

ARTICLE EIGHT

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of the following persons:

<u>NAME</u>	<u>ADDRESS</u>
JESSE LIPNICK	1315 N. W. 21st Avenue Chiefland, FL 32626
DONN KEELS	1113 N. W. 23rd Avenue Chiefland, FL 32626
DONALD MCCOY, JR.	130 S. W. 7th Street Williston, FL 32696
GARY REXROAT	10430 U. S. Highway 129 S Trenton, FL 32693
WANDA LIDDELL	306 N. E. Hwy. 351 Cross City, FL 32628

Successor Directors shall be elected pursuant to the Bylaws.

ARTICLE NINE

INCORPORATORS

The name and address of each incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
<u>JESSE LIPNICK</u>	<u>1315 N. W. 21st Avenue</u> <u>Chiefland, FL 32626</u>
<u>DONN KEELS</u>	<u>1113 N. W. 83rd Avenue</u> <u>Chiefland, FL 32626</u>
<u>DONALD MCCOY, JR.</u>	<u>130 S. W. 7th Street</u> <u>Williston, FL 32696</u>

ARTICLE TEN

BYLAWS

The Bylaws of the Corporation are to be made and adopted by the initial Board of Directors and may be altered, amended or rescinded by the Board of Directors. All alterations, amendments and repeals of the Bylaws must be approved by a majority of the voting members.

ARTICLE ELEVEN

AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the members, trustees and officers are subject to this reservation. The Articles of Incorporation may be amended with accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the corporation pursuant to law.

ARTICLE TWELVE

INDEMNIFICATION

The corporation shall indemnify each officer and trustee, including former officers and trustees, to the full extent permitted by the laws of the State of Florida.

ARTICLE THIRTEEN

COMMENCEMENT OF CORPORATION EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

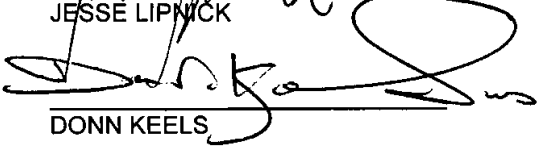
ARTICLE FOURTEEN

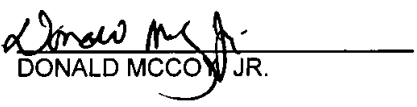
NONSTOCK BASIS

This corporation is organized on a nonstock basis. This corporation shall not issue shares of stock.

IN WITNESS WHEREOF the undersigned have signed these Articles of Incorporation on this 21 day of ^{June}~~May~~, 2007.


JESSE LIPNICK


DONN KEELS

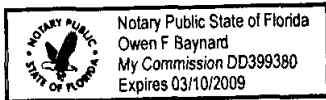

DONALD MCCOY JR.

STATE OF FLORIDA
COUNTY OF LEVY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared JESSE LIPNICK, DONN KEELS and DONALD MCCOY, JR., known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form(s) of identification: ~~personally~~ known or () produced identification _____. No oath(s) taken.

WITNESS my hand and official seal in the County and State last aforesaid this
21 day of ^{June}~~May~~, 2007.

(NOTARY SEAL)

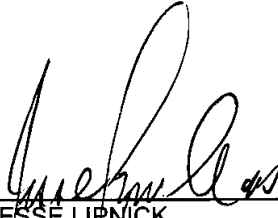



Notary Signature

Owen F. Baynard
Notary Printed Name

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of TRI-COUNTY HEALTH ALLIANCE, INC., which is contained in the foregoing Articles Of Incorporation.



JESSE LIPNICK
1315 N. W. 21st Avenue
Chiefland, FL 32626

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA