

NO9000008518

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

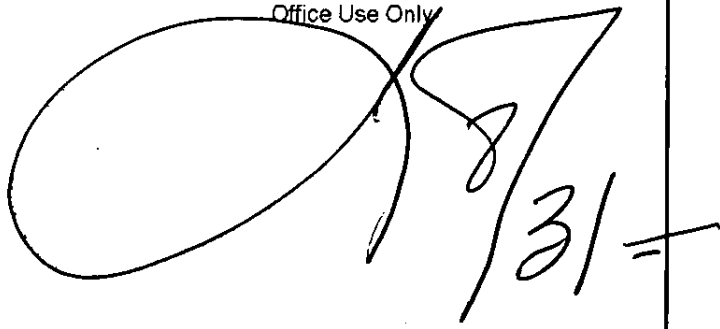
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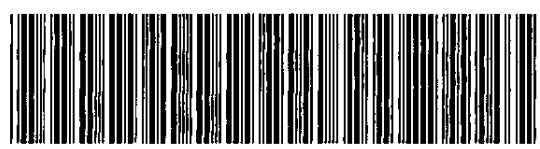
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



PENSON, DUCHEMIN & DAVIS, P.A.
ATTORNEYS

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August 27, 2009

REPLY TO:

☐ 2810 REMINGTON GREEN CIRCLE
TALLAHASSEE, FLORIDA 32308
(850) 561-8000 • FAX (850) 561-8030

☒ P.O. Box 1720 • 17 HIGH DRIVE, SUITE C
CRAWFORDVILLE, FLORIDA 32326
(850) 926-6003 • FAX (850) 926-4944

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation of Wakulla Healthcare Task Force, Inc. (Not for Profit)

To Whom It May Concern:

Enclosed for filing are the Articles of Incorporation of Wakulla Healthcare Task Force, Inc. (Not for Profit).

Also enclosed is a check in the amount of \$78.75, representing payment of the filing fee and one certified copy. Please return the certified copy to me, **Mary Ellen Davis, Post Office Box 1720, Crawfordville, FL 32326.**

Please call me if you have any questions or require additional information. Thank you for your courtesies in this regard.

Sincerely,

Mary Ellen Davis

MED/bcd
Enclosures

cc: Mr. Joe Sharp (w/enclosures)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF THE
WAKULLA HEALTHCARE TASK FORCE, INC.
(NOT FOR PROFIT)**

The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby execute this document for the purpose of becoming a corporation not for profit under the laws of the State of Florida.

ARTICLE I: NAME

The name of this corporation shall be:

WAKULLA HEALTHCARE TASK FORCE, INC.

The principal place of business of this corporation shall be the Wakulla County Health Department located at 48 Oak Street, Crawfordville, FL 32327, but it shall have the power to transact business in any other place or places both within and without the State of Florida and throughout the world. The mailing address of the corporation shall be 11 Sand Pine Trail, Crawfordville, FL 32327.

ARTICLE II: NATURE AND PURPOSE

The general nature of the business to be transacted and carried on by this corporation not for profit and its objects and purposes are to conduct any and all lawful business not for profit, and especially such business consistent with the provisions hereinafter provided, and it shall have all the powers conferred by the laws of the State of Florida upon not for profit

corporations as fully and to the same extent as natural persons might or could do in all parts of the world, namely:

To establish and operate an organization not for profit with the purpose of encouraging the development of healthcare services in Wakulla County, Florida; and to do everything necessary, convenient, suitable or proper for the accomplishment of any of the purposes or for the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to, or expedient for, the protection or for the benefit of this corporation not for profit.

The foregoing and following provisions shall be construed as objects in furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and the enumeration in these Articles of specific powers and objects shall not be held to limit or restrict in any manner the powers of this corporation not for profit; but this corporation not for profit may do all and everything necessary, suitable or proper for the accomplishment of any purpose or object, either along or in association with other corporations, firms or individuals, to the same extent and as full as individuals might or could do as principals, agents, contractors or otherwise.

ARTICLE III: MEMBERSHIP

Membership, if any, and the rights of the members, including rights upon termination of membership and manner of termination of membership; the rights of members upon termination of the corporation; the transferability or non-transferability of membership, shall be stated in the by-laws. Classification of membership, if any, shall be stated in the by-laws.

ARTICLE IV: DURATION

The corporation shall have perpetual existence, unless sooner voluntarily dissolved according to law.

ARTICLE V: ELECTION OR APPOINTMENT OF DIRECTORS AND
OFFICERS

The method of election of Directors shall be stated in the by-laws. The number of directors of this corporation shall be fixed in the by-laws, but must consist of a minimum of three (3) directors at all times.

The original by-laws of this corporation shall be made, prepared and adopted by the Board of Directors of the corporation by a majority vote thereof. Thereafter the said by-laws may be amended by the Board of Directors at any regular meeting of said Board of Directors or at any special meeting for which said meeting is called by a majority of the directors present. Officers, duties of office, and manner of election or appointment of officers shall be described by the by-laws. The by-laws or the board of directors shall delegate to one of the officers responsibility for preparing minutes of the directors and members meetings and for authenticating records of the corporation.

ARTICLE VI: DIRECTOR CONFLICTS OF INTEREST

Director Conflicts of Interest issues shall be addressed pursuant to Section 617.0832, *Florida Statutes (2009)*, effective October 1, 2009.

Each officer and director of the corporation shall disclose to the Board of Directors his relationship with any person, firm or entity with which this corporation seeks to transact business and each such officer and director shall act in good faith with respect to such transaction, and shall act in accordance with Section 617.0832, *Florida Statutes (2009)*, effective October 1, 2009.

ARTICLE VII: INDEMNIFICATION

The Board of Directors is authorized, to the extent allowable by law, to indemnify any officers, directors, employees, or other agents of the corporation for any liability arising out of an act performed in furtherance of the officers', directors', employees', or agents' duties to the corporation. The Board of Directors may adopt an indemnification policy more restrictive than that allowed by law but shall set forth the indemnification policy in the corporation's by-laws and shall not deviate therefrom without amending said by-laws.

ARTICLE VIII: INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation are as follows:

Joe Sharp
11 Sand Pine Trail
Crawfordville, FL 32327

ARTICLE IX: INITIAL DIRECTORS

The names and addresses of the Directors who shall serve as the first Directors of the Board of Directors of the corporation who shall hold office until their successors are elected or appointed and have qualified, are as follows:

Joe Sharp
11 Sand Pine Trail
Crawfordville, FL 32327

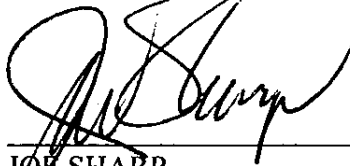
Jody Smith
9 Catherine Street
Crawfordville, FL 32327

Tanya Hobby
38 Triplett Road
Crawfordville, FL 32327

ARTICLE X: REGISTERED AGENT

Joe Sharp is designated as the corporation's agent to accept service of process within Florida at 11 Sand Pine Trail, Crawfordville, FL 32327, which is the street address of the initial registered agent for this corporation.

IN WITNESS WHEREOF, the undersigned subscribers, above-named as the incorporators of the WAKULLA HEALTHCARE TASK FORCE, INC., have hereunto set their hands this 26th day of August, 2009.



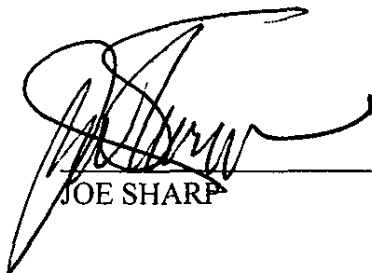
JOE SHARP

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

STATE OF FLORIDA
OFFICE OF THE SECRETARY OF STATE

The undersigned, JOE SHARP, having been designated as Agent for the service of process with the State of Florida, upon the WAKULLA HEALTHCARE TASK FORCE, INC., a corporation not for profit, organized under the laws of the State of Florida, does hereby accept the appointment as such agent for the above-named corporation.

IN WITNESS WHEREOF, the name of said Registered Agent is hereunto affixed at, Crawfordville, Wakulla County, Florida, this 26th day of August, 2009.



JOE SHARP

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TALLAHASSEE, FLORIDA