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EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Breast Health Coalition, Inc.

DOCUMENT NUMBER: N09000008867

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

M. Lanning Fox
(Name of Contact Person)

Fox, Wackeen, Dungey, Beard, Sobel, Bush & McCluskey, LLP
(Firm/ Company)

3473 SE Willoughby Boulevard
(Address)

Stuart, Florida 34994
(City/ State and Zip Code)

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Monica Swords at (772) 287-4444
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|---|--|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|---|--|---|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
BREAST HEALTH COALITION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT**

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STATE OF FLORIDA
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TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Corporation is BREAST HEALTH COALITION, INC.

**ARTICLE II
PRINCIPAL ADDRESS AND MAILING ADDRESS**

The principal address and mailing address of the Corporation shall be:

Martin Memorial Health Systems, Inc.
Attn: Carolyn McDonald, RN, OCN, CBCN
501 E. Osceola Street, Second Floor
Stuart, Florida 34994

**ARTICLE III
ENABLING LAW**

This Corporation is organized pursuant to the Corporations Not For Profit law of the State of Florida, set forth in Chapter 617 of the Florida Statutes.

**ARTICLE IV
PURPOSES**

A. This Corporation is organized exclusively for charitable, scientific and other educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue code of 1986, including supporting and educating the public in breast health care and treatment.

B. No dividends shall be paid, and no part of the income of the Corporation shall be distributed or inure to the benefit of any member, director or officer.

C. This Corporation shall have and exercise all rights and powers conferred

upon Corporations under the laws of the State of Florida, provided, however, that this Corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in Paragraph A of this Article.

D. Other provisions of these Articles of Incorporation notwithstanding, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a Corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law; or (b) a Corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or any other corresponding provisions of any future United States Internal Revenue Law.

ARTICLE V TERM

This Corporation shall have a perpetual existence.

ARTICLE VI INCORPORATORS

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

Carolyn McDonald, RN, OCN, CBCN
501 E. Osceola Street, Second Floor
Stuart, FL 34994

Betty Tsarnas
501 E. Osceola Street, Second Floor
Stuart, FL 34994

Jeanne Hudock
501 E. Osceola Street, Second Floor
Stuart, FL 34994

Sherri Kinney

501 E. Osceola Street, Second Floor
Stuart, FL 34994

ARTICLE VII
MEMBERSHIP

The authorized number, qualifications, and manner of admission of members of this Corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the Bylaws of this Corporation.

ARTICLE VIII
BOARD OF DIRECTORS

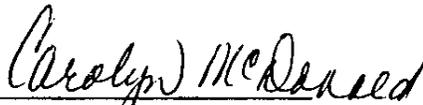
The manner in which the directors are elected or appointed shall be provided for in the Bylaws of this Corporation.

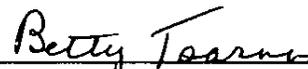
ARTICLE IX
REGISTERED AGENT

The address of this Corporation's initial registered office in the State of Florida and the agent at said address is:

M. Lanning Fox
Fox, Wackeen, Dungey, Beard, Sobel, Bush & McCluskey, L.L.P.
3473 SE Willoughby Boulevard
Stuart, Florida 34994

The undersigned, constituting the incorporators of this Corporation for the purpose of forming this Corporation Not For Profit under the laws of the State of Florida, have executed these Articles of Incorporation this 10th day of September, 2009.


Carolyn McDonald
Pres.


Betty Tsarnas
VP


Jeanne Hudock
Tres


Sherri Kinney
Sec.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, BREAST HEALTH COALITION, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 10th day of September, 2009



M. Lanning Fox, Registered Agent