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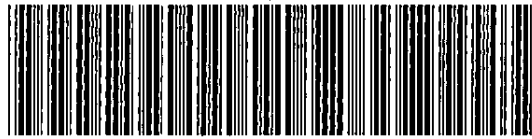
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 OCT 13 PM 4: 29

FILED

6 OCT 14 2009

**COVER LETTER**

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

**SUBJECT:** LAKE WALES FREE CLINIC, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is 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

**ADDITIONAL COPY REQUIRED**

FROM: LEE A. WHEELER III  
Name (Printed or typed)

868 TARTAN LOOP  
Address

LAKE WALES, FL 33853  
City, State & Zip

863.676.7981  
Daytime Telephone number

ALEX.WHEELER@BTICPA.COM  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION**  
**OF**  
**LAKE WALES FREE CLINIC, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not for profit under the laws of the State of Florida.

*I. NAME*

The name of the Corporation is **LAKE WALES FREE CLINIC, INC.**

*II. PURPOSES AND POWERS*

The purposes of the Corporation:

- A. To operate a clinic in Lake Wales, Florida that offers free medical services to those citizens of the greater Lake Wales area who are uninsured or under insured, not served or under served by governmental medical programs, and who have no other means of obtaining needed medical care.
- B. To co-operate and co-ordinate with other non-profit, for profit, or governmental entities striving for the same purposes as above.
- C. To receive, maintain and accept, as assets of the corporation, any property, whether real, personal, or mixed, by way of gift, bequest, devise or purchase, from any person, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provisions of these Articles of Incorporation; but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such a manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purpose other than "charitable purposes" within the respective meanings of such quoted terms as defined herein, or which would jeopardize the Federal Income Tax exemption of this corporation pursuant to section 501©(3) of the Internal revenue Code of 1986, as now in force or acts in amendment thereof or substitution therefore.

### ***III. DEFINITIONS***

In these Articles of incorporation and in any amendments to it:

- A. The terms “charitable organizations” or “charitable organization” shall mean corporations, or other entities formed under United States law, and operated exclusively for charitable purposes, no part of the net earnings of which inures to the benefit of any private shareholder of individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation, and which do not participate in, or intervene in any political campaign on behalf of any candidate for public office. The organizations described in this Article shall be such only as are entitled to exemption from income tax under section 501©(3) of the Internal revenue Code of 1986, or acts in amendments thereof or substitution therefore.
- B. The term “charitable purposes” shall be limited to only religious, charitable, scientific or educational purposes as defined in section 501©(3) of the Internal revenue Code of 1986, or as amended.

### ***IV. MEMBERSHIP***

The qualifications for members and the manner of their admission are provided for in the Bylaws of the corporation.

### ***V. TERM OF EXISTENCE***

The corporation is to exist perpetually.

### ***VI. STREET ADDRESS***

The street address of the corporation is 410 S. 11<sup>th</sup> Street, Lake Wales, Florida which shall also be the mailing address of the corporation.

### ***VII. REGISTERED AGENT***

The Registered Agent for the corporation is Lee A. Wheeler III and his address is 868 Tartan Loop, Lake Wales, Florida 33853

### ***VIII. DIRECTORS***

The affairs of the corporation shall be managed by a Board of Directors and shall consist of no less than three(3) members and no more than fifteen (15) members. The Board shall be elected at the annual meeting of the Board of Directors. The initial Board of Directors shall consist of the following persons with their addresses shown:

Norman White  
2632 Eagle Court  
Lake Wales, Fl 33898

Linda Kimbrough  
24 Orange Ave. W.  
Lake Wales, FL 33853

Lee A. Wheeler III  
868 Tartan Loop  
Lake Wales, FL 33853

### ***IX OFFICERS***

The affairs of the corporation are to be set by the Board of Directors and carried out by a president, a vice president, a secretary, a treasurer and such other officers as the Board of Directors determines.

### ***X INCORPORATORS***

The name and street address of the subscriber to these Articles of Incorporation are Lee A. Wheeler III, 868 Tartan Loop, Lake Wales, Florida 33853

### ***XI AMENDMENTS TO ARTICLES AND BYLAWS***


The Board of Directors shall have the power to adopt, alter, and rescind the Articles of Incorporation and the Bylaws by a two-thirds (2/3) vote of its members.

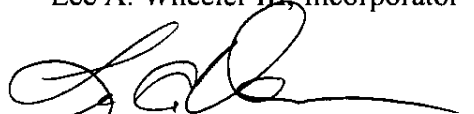
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**XII NONPROFIT CHARACTER**

- A. In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state, or local government for exclusive public purpose.
  
- B. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

GIVEN by the undersigned subscriber on September 18, 2009

  
\_\_\_\_\_  
Lee A. Wheeler III, Incorporator

  
\_\_\_\_\_  
Lee A. Wheeler III Registered Agent

**ACKNOWLEDGMENT**

The foregoing instrument was acknowledged before me in Polk County, Florida, on September 18, 2009 by Lee A. Wheeler III, personally known to me.

  
\_\_\_\_\_  
Notary Public

