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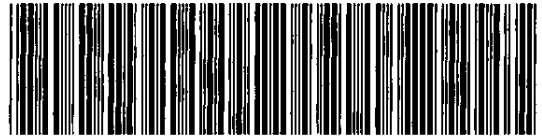
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~~W09-48413~~

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Back date 11/19/10
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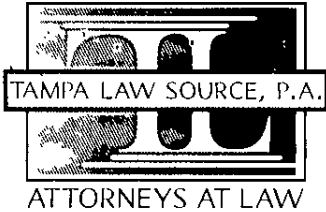


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10/29/09--01029--003 **70.00

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 OCT 29 PM 4:03



BUSINESS ♦ HEALTHCARE ♦ COMMERCIAL LITIGATION ♦ BANKRUPTCY ♦ REAL ESTATE

October 26, 2009

Department of State
Division of Corporations
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Incorporation of Trinity Healthcare, Inc.

Dear Sir or Madam:

Please find enclosed for filing Articles of Incorporation of Trinity Healthcare, Inc. Also enclosed is the filing fee of \$70.00 made payable to the Florida Department of State.

Please return all correspondence concerning this matter to me at the address below. For further information concerning this matter, please contact me at the telephone number set forth below.

Very truly yours,

Daniel G. Musca

cc: Mr. Rick Brown

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 30, 2009

TAMPA LAW SOURCE, P.A.
% DANIEL G. MUSCA
12004 RACE TRACK ROAD
TAMPA, FL 33626

SUBJECT: TRINITY HEALTHCARE, INC.
Ref. Number: W09000048413

We have received your document for TRINITY HEALTHCARE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

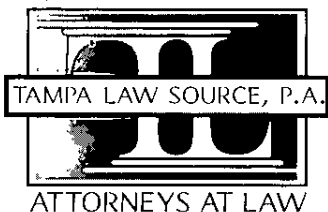
An effective date may be added to the Articles of Incorporation **if a 2010 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Regulatory Specialist II

Letter Number: 809A00034422



BUSINESS ♦ HEALTHCARE ♦ COMMERCIAL LITIGATION ♦ BANKRUPTCY ♦ REAL ESTATE

January 14, 2010

VIA FEDERAL EXPRESS

Ms. Loria Poole
Department of State
Division of Corporations
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
2010 JAN 15 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Corrected Articles of Incorporation of Trinity Healthcare Ministries, Inc.; Ref. No.: W09000048413

Dear Ms. Poole:

I received correspondence from you in early November 2009 concerning Articles of Incorporation for my client, an entity known as Trinity Healthcare, Inc. The Division of Corporations had concluded that the name chosen by that entity was too similar to the name of an existing Florida corporation.

On November 9, 2009 I forwarded to your attention corrected Articles of Incorporation pursuant to which the new entity would be renamed Trinity Healthcare Ministries, Inc. This mailing evidently was lost in the mail.

I spoke with a representative of your office today (after noticing on Sunbiz yesterday that the entity was shown as not in existence), and discovered that your office had never received the corrected Articles. She informed me that I could retain the initial filing date (October 30, 2009), but would be required to submit an originally signed copy of the Articles of Incorporation (which are enclosed). She also informed me that the Department still holds the initial \$70 filing fee. As time is of the essence in this matter, I have enclosed an additional check for \$35 in case this change requires such fee.

The representative of your office lastly informed me that my letter to you should acknowledge that Trinity Healthcare Ministries, Inc. would be required to submit an annual report for 2010 (which on behalf of my client, I am hereby acknowledging).

One final matter – **I need a certified copy of the Articles of Incorporation as corrected.** Please return the same to me in the enclosed self addressed envelope. Also enclosed is a check in the amount of \$8.75 for such filing.

Ms. Loria Poole
January 14, 2010
Page 2

Please contact me if you have any questions.

Very truly yours,

A handwritten signature in black ink, appearing to read "Daniel G. Musca", with a long horizontal flourish extending to the right.

Daniel G. Musca

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 OCT 29 PM 4:03

**ARTICLES OF INCORPORATION
OF
TRINITY HEALTHCARE MINISTRIES, INC.
A Non Profit Corporation**

The undersigned, being over the age of eighteen (18) years and competent to contract, for the purpose of organizing a Corporation not-for-profit pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

**ARTICLE I
NAME**

The name of this Corporation shall be Trinity Healthcare Ministries, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The physical and mailing address of the principal office of the Corporation shall be 15839 Berea Drive, Odessa, Florida 33556.

**ARTICLE III
PURPOSE AND POWERS**

The primary purpose for which this Corporation is established is to share God's love and mercy through the compassionate delivery of healthcare services to those in need.

(1) The purpose for which the Corporation is organized and operated is exclusively for charitable, religious, educational, scientific and other purposes for the common good, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Such purposes shall include, without limitation:

(a) Providing medical services to indigent patients and patients without health insurance at no or substantially reduced costs;

(b) Developing materials, conducting workshops, providing medical screenings and developing/implementing/supporting programs relating to health education and disease prevention;

(c) Supporting domestic and foreign medical missions; and

(d) Sponsoring scholarships for individuals to obtain or advance education in the healthcare fields.

(2) As a means of accomplishing the above purposes and methods, the Corporation shall have the following powers:

(a) To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work;

(b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit;

(c) To acquire, own, lease, mortgage and dispose of property, both real and personal;

(d) To accept property and donations in trust for religious or charitable purposes.

(3) The property of the Corporation is irrevocable dedicated to religious, educational, scientific, and charitable purposes, and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes.

(4) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(5) The Corporation shall not:

(a) Operate for the purpose of carrying on a trade or business for profit;

(b) Accumulate income, invest income, or divert income, in a manner endangering its exempt status; or

(c) Except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the purposes of the Corporation.

ARTICLE IV MANNER OF ELECTION

Directors shall be elected as set forth in the Corporation's Bylaws.

**ARTICLE V
INITIAL BOARD OF DIRECTORS**

The Corporation shall have five (5) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than three (3). The name and street addresses of the initial directors of this Corporation are:

- (a) Mr. Ronn Kelly - 15839 Berea Drive, Odessa, Florida 33556
- (b) Mr. Neal Sayers - 15839 Berea Drive, Odessa, Florida 33556
- (c) Mr. Allan Andreasen - 15839 Berea Drive, Odessa, Florida 33556
- (d) Ms. Andrea Andreasen - 15839 Berea Drive, Odessa, FL 33556
- (e) Mr. Bill Barr - 15839 Berea Drive, Odessa, Florida 33556

**ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the registered agent shall be as follows:

Daniel G. Musca, Esq.
Tampa Law Source, P.A.
12004 Race Track Road
Tampa Florida 33626

**ARTICLE VII
INCORPORATOR**

The name and street address of the Incorporator is:

Jeremy McConnell, M.D.
15839 Berea Drive
Odessa, Florida 33556

**ARTICLE VIII
BYLAWS**

The power to adopt, alter, amend or repeal Bylaws of the Corporation shall be vested in the Board of Directors.

ARTICLE IX INDEMNIFICATION

This Corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the Bylaws of the Corporation.

ARTICLE X PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on:

(a) By a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of the any future Federal tax code); or

(b) By a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

ARTICLE XI DISSOLUTION

Upon dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII AMENDMENT

The Corporation, acting through its Board of Directors, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto.



Jeremy McConnell, M.D., Its Incorporator

Dated: October 20, 2009

Having been named as registered agent to accept services of process for the above stated Corporation at the place designated in the foregoing Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Daniel G. Musca, Esq., as Registered Agent

Dated: October 26, 2009

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