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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2010 FEB 2 2010

## COVER LETTER

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

SUBJECT: GRAACE, 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: David T. Price  
Name (Printed or typed)

6401 Lyons Rd.  
Address

Coconut Creek, FL 33073  
City, State & Zip

954-426-6525  
Daytime Telephone number

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

GRAACE CHARITY, INC.

(A Corporation Not for Profit)

The undersigned hereby submit the following Articles of Incorporation for the formation of a corporation not-for-profit in accordance with the laws in the State of Florida

I

NAME

The name of the corporation shall be GRAACE CHARITY, INC. (The "Corporation").

II

ADDRESS

The address of the principal office of the Corporation and the mailing address of the Corporation shall be 6401 Lyons Road, Coconut Creek, Florida 33073 but the Corporation may maintain offices and transact business in other places within or without the State of Florida as may from time to time be designated by the Board of Directors. Furthermore, the Board of Directors may from time to time relocate the principal office of the Corporation.

III

PURPOSE

This Corporation is organized and shall be operated exclusively for charitable purposes, including for such purposes as the making of distributions to qualified organization. An organization is a "qualified organization" for purposes of these Articles only if it is described in Section 501(c) (3) and Sections 509 (a) (2) of the Internal Revenue Code of 1986, or corresponding sections of any future federal tax code. If a qualified organization ceases to be a qualified organization, this Corporation shall not make any further distributions to such organization. Further, the purpose of the Corporation shall be the establishment and operation of health care facilities dedicated to the purpose of providing excellent health care to those individuals who are financially unable to pay for the provision of such care and services. The Corporation shall provide funding and support for hospital facilities, clinics and other medical care facilities for the poor and the Corporation shall provide funding and support for the operation and services to be provided by such facilities. The facilities to be supported by GRAACE CHARITY, INC. and the medical services made available to those persons who are unable to afford adequate medical care and attention shall be for persons of any race, color, national and ethnic origin and there shall be no discrimination in the provision of the services supported by the Corporation on the basis of race, color, national or ethnic origin.

IV

MEMBERSHIP

1. Members of the Corporation shall be limited to such persons who are sincerely interested in and committed to the purposes of the Corporation.

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TALLAHASSEE, FLORIDA

2. A candidate for membership must be proposed by a Member of the Corporation and seconded by at least two Members of the Corporation, in a letter addressed to the Secretary. Accompanying such letter shall be a resume of the candidate for membership. The acceptance of new Members of the Corporation into the Corporation shall be determined by a majority vote of the Members of the Corporation.

3. A quorum at meetings of Members of the Corporation shall consist of persons present, in person or by proxy, entitled to cast a majority of the votes of the entire membership. Each active Member of the Corporation shall be entitled to one vote in the overall management of the Corporation.

4. If any Member of the Corporation engages in any unprofessional action or conduct detrimental to the Corporation, the remaining Members of the Corporation shall have absolute discretion to expel or suspend such Member from the Corporation, without recourse.

5. The annual meeting of Members of the Corporation shall be held during the month of December of each year for the purpose of electing Directors and transacting any other business duly authorized to be transacted by the Members of the Corporation. Special meetings of Members of the Corporation shall be held whenever called by the President or Vice-President or by a majority of the Members of the Corporation. At meetings of membership, the membership shall select a Chairman to preside.

V  
DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than three (3) and not more than fifteen (15) persons, the exact number to be determined from time to time in accordance with the Bylaws. The Directors shall be elected by the Members of the Corporation. The Members of the Corporation may remove any and all of the Directors from the Board, with or without cause and at such time by the Members of the Corporation as they may determine, in their discretion.

The names and addresses of the individuals who shall serve as the initial directors of GRAACE CHARITY, INC. are as follows:

<u>Name</u>	<u>Address</u>
Mark A. Feanny	10223 West Broadway Suite P #433 Pearland, TX 77584
Chuck Tollefsen	2246 East 32 <sup>nd</sup> Place Tulsa, OK 74105
James Edward Larson	565 North Grand St. Mesa, AZ 85201

VI  
REGISTERED AGENT

The registered office of GRAACE CHARITY, INC. shall be located at 6401 Lyons Road, Coconut Creek, Florida 33073. The name and address of the initial registered agent of GRAACE CHARITY, INC. is David T. Price, Esq., 6401 Lyons Road, Coconut Creek, Florida 33073.

The name and address of the incorporators of GRAACE CHARITY, INC. are:

Name David T. Price  
Address 6401 Lyons Road  
Coconut Creek, FL 33073

VII  
OFFICERS

The affairs of this Corporation shall be managed on a day-to-day basis by the officers in accordance with the Bylaws. The officers shall be appointed from time to time by the Board of Directors. Officers shall serve at the pleasure of the Board of Directors.

VIII  
DISSOLUTION

In the event of dissolution of GRAACE CHARITY, INC., the residual assets of the Corporation will be distributed to one or more other qualified organizations provided they are at the time exempt organizations described in Sections 501 (c) (3) and 509 (a) (1) or 509 (a) (2) of the Internal Revenue Code of 1986, i.e. charitable, educational, religious or scientific purposes, or corresponding section of any further federal tax code, or shall be distributed to the federal government or to a state or local government for a public purposes.

IX  
DURATION

The Corporation shall have perpetual existence.

X  
BYLAWS

The Bylaws of the Corporation shall be adopted, amended or rescinded by the Members of the Corporation in the manner provided by the Bylaws. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with law or with the Articles of Incorporation.

XI  
AMENDMENTS

The Articles of Incorporation may be amended or repealed in whole or in part by a majority vote of the Members of the Corporation at a meeting of the Members of the Corporation. Notice of changes to be made to the Articles of Incorporation shall be given to the Members of the Corporation together with the notice of the meeting.

XII  
CHARITABLE RESTRICTIONS AND LIMITATIONS

1. No part of the net earnings of GRAACE CHARITY, INC. shall enure to the benefit of or be distributed to its governing Board of 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 payment and distribution in furtherance of the purposes set forth in Article III hereof.

2. The Corporation shall not attempt to influence legislation as a substantial part of its activities, nor shall it participate to any extent in any political campaign for or against any candidate for public office.

3. It is intended that this Corporation shall have the status of a Corporation which is exempt from Federal income taxation under Section 501 (a) of the Internal Revenue Code, as an organization described in Section 501 (c) (3) of the Code, and described in section 509 (a) (3) of the Code. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly.

4. At no time shall the Board of Directors of the Corporation be constituted so as to be controlled directly or indirectly by one or more disqualified persons with respect to the Corporation (as defined in Section 4946 of the Code) other than "foundation managers" as defined by the Code.

XIII  
UNRELATED BUSINESS ACTIVITY

Notwithstanding any other provision of these Articles of Incorporation, GRAACE CHARITY, INC., shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under the provisions of Sections 501 (c) (3) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code provision or other activities which are prohibited to a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code

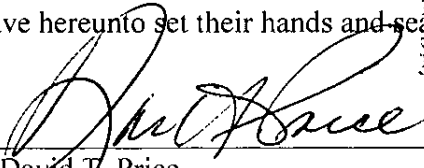
provision or other activities which are prohibited to a corporation.

XIV  
SUBSCRIBERS

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

<u>Name</u> David T. Price	<u>Address</u> 6401 Lyons Road Coconut Creek, FL 33073
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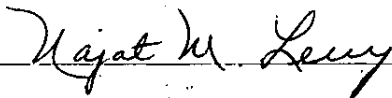
IN WITNESS WHEREOF the subscribers have hereunto set their hands and seals, this 29th day of January, 2010.

  
\_\_\_\_\_  
David T. Price  
Incorporator

STATE OF FLORIDA  
COUNTY OF BROWARD

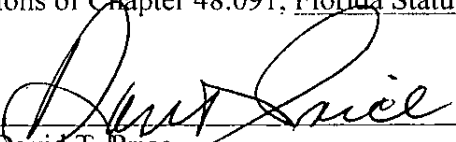
The foregoing instrument was acknowledged before me this 29th day of January 2010 by DAVID T. PRICE, who is personally known to me or ~~has produced~~ as identification and who did/did not take an oath.

NOTARY PUBLIC-STATE OF FLORIDA  
Najat M. Levy  
Commission #DD857877  
Expires: MAR. 20, 2013  
BONDED THRU ATLANTIC BONDING CO., INC.

  
\_\_\_\_\_  
Notary

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in paragraph V of these Articles, I hereby accept said appointment and agree to act in this capacity and I agree to comply with the provisions of Chapter 48.091, Florida Statutes relative to keeping open said office.

By:   
\_\_\_\_\_  
David T. Price

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