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CAPITAL CONNECTION

No 080

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION
SUPPORTING ORGANIZATION OF TREASURE COAST COMMUNITY

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CAPITAL CONNECTION

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10 FEB -4 AM 9:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SUPPORTING ORGANIZATION OF
TREASURE COAST COMMUNITY HEALTH, INC.
(A Non-Stock, Non-Profit Corporation)**

The undersigned hereby adopt these Articles of Incorporation pursuant to the provisions of Chapter 617 of the Florida Statutes of the State of Florida.

FIRST: The name of the Corporation is:

**SUPPORTING ORGANIZATION OF
TREASURE COAST COMMUNITY HEALTH, INC.**

SECOND: The place of business and street address of this Corporation shall be:

1545 9th Street SW
Vero Beach, Florida 32962

THIRD: The mailing address of this Corporation shall be:

1545 9th Street SW
Vero Beach, Florida 32962

FOURTH: The address of the registered office of the Corporation in the State of Florida is c/o Gould Cooksey Fennell, P.A., 979 Beachland Boulevard, Vero Beach, FL 32963, in the County of Indian River, and the name of its registered agent at such address is William N. Kirk.

FIFTH: This Corporation shall be a non-profit corporation and shall be operated for the exclusive purpose of aiding and supporting Treasure Coast Community Health Care, Inc., a Florida non-profit corporation. Such purpose shall be further limited as follows:

1. The Corporation is organized exclusively for charitable, religious, literary, scientific and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as an exempt organization under Section 501(c)(3) of such Code.

2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 the purposes set forth in these Articles of Incorporation.

3. No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or

intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

4. 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, (b) by a Corporation, contributions to which are deductible under Section 170(e)(2) of the Internal Revenue Code, or (c) by a nonprofit Corporation organized under the laws of the State of Florida.

SIXTH: The Corporation shall be organized on a non-stock basis and the Corporation shall not have any capital stock and shall have no members.

SEVENTH: The authority for all activities and affairs of the Corporation shall be in the Board of Directors who shall have and may exercise all the powers of the Corporation as permitted by federal law, state law, these Articles of Incorporation, and the Bylaws of the Corporation as from time to time in effect. The number of Directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than three (3) or more than seven (7). The Board of Directors shall be elected in the manner provided in the Bylaws and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of Directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board, designate one or more committees which, to the extent provided in said resolution or resolutions or in the Bylaws of the Corporation, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the Corporation. They may further have power to authorize the seal of the Corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the Bylaws of the Corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The Directors of the Corporation may, if the Bylaws so provide, be classified as to term of office. This Corporation may elect such officers as the Bylaws may specify, subject to the provisions of the Florida Statutes, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this Corporation.

EIGHTH: Upon the dissolution of the Corporation, after paying or making provision for the payment of all liabilities of the Corporation, the 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 the Court of proper jurisdiction in which the principal office of the Corporation is then located exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

NINTH: The name and mailing address of the incorporators are as follows:

Donald Loftus
2770 Indian River Boulevard, Suite 203
Vero Beach, FL 32960;

Dr. Robert Rappel, DO, JD
1515 Indian River Boulevard, Suite 210
Vero Beach, FL 32960-7103; and

Ernestine Williams
4125 56th Avenue
Vero Beach, FL 32967.

TENTH: The personal liability of the Directors of the Company is hereby eliminated to the fullest extent permitted by the provisions of Chapter 617 of the Florida Statutes of the State of Florida, as the same may be amended and supplemented.

ELEVENTH: The Corporation shall, to the fullest extent permitted by the provisions of Chapter 617 of the Florida Statutes of the State of Florida, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under that Chapter from and against any and all of the expenses, liabilities or other matters referred to in or covered by that Chapter, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, or disinterested Directors or otherwise, both as to action in his/her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent of the Corporation and shall inure to the benefit of the heirs, executors and administrators of such person.

TWELFTH: The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation from time to time and at any time in the manner now or hereafter prescribed in these Articles of Incorporation and by the laws of the State of Florida.

THE UNDERSIGNED, for the purpose of forming a non-profit corporation under the laws of the State of Florida, do hereby make, file and record these Articles, and do hereby certify that the facts herein stated are true, and we have accordingly hereunto set our hands this 28 day of January 2010.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


DONALD LOFTUS, Incorporator

DR. ROBERT RAPPEL, DO, JD,
Incorporator


ERNESTINE WILLIAMS, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**SUPPORTING ORGANIZATION OF
TREASURE COAST COMMUNITY HEALTH, INC.
ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, WILLIAM N. KIRK, having been named as Registered Agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 617.0501, Florida Statutes.



WILLIAM N. KIRK,
Registered Agent