

Mar 24, 2010 2:01 PM

No. 492 Page 1 of 1

N1000003034

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H10000066235 3)))



H100000662353ABCK

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Yvonne Mender
Account Name : GRAY ROBINSON, P.A.
Account Number : 075154001651
Phone : (321) 727-8100
Fax Number : (321) 984-4122

10 MAR 24 PM 12:33

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION

Florida Comprehensive Cancer Network, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

RECEIVED
10 MAR 24 PM 12:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

B McKnight MAR 24 2010

(H10000066235 3)

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 MAR 24 PM 12:33

**ARTICLES OF INCORPORATION
OF
FLORIDA COMPREHENSIVE CANCER NETWORK, INC.**

The undersigned hereby forms a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be Florida Comprehensive Cancer Network, Inc. (the "Corporation"), a Florida not for profit corporation.

ARTICLE II - PURPOSES

The purposes for which the Corporation is organized shall be limited to those which are strictly charitable, scientific and/or educational. The Corporation shall promote quality and efficiency in the treatment of cancer patients and endeavor to create systems which reduce the cost of cancer treatment. The Corporations shall research, develop and implement health care information systems which enable health care providers to access information which is necessary or beneficial to the treatment of cancer patients and which reduces the cost of cancer treatment. The health care information systems developed by the Corporation will be made available to health care providers on a nondiscriminatory basis. The Corporation shall provide instructions to health care providers in methods to better diagnose and treat cancer through the use of information available in health care information systems.

In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder.

The Corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

ARTICLE III - POWERS

The Corporation shall have all the powers granted to not for profit Corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. Subject to any applicable limitations, the Corporation shall have the power to receive, accept, use, hold, manage, and dispose of all types of real and personal property given, transferred, devised, or bequeathed to it, in trust or otherwise, for the purposes described above and for any purposes incidental thereto. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual.

ARTICLE IV - MEMBERS

This Corporation shall have no members.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence, commencing on the filing of these Articles with the Florida Department of State.

ARTICLE VI - DIRECTORS AND OFFICERS

The affairs of the Corporation shall be managed by the Board of Directors consisting of not less than three (3) persons. The number of directors and the manner of their election shall be set forth in the Bylaws of this Corporation.

The officers of the Corporation shall consist of a President, Vice President, Secretary/Treasurer and such other officers as provided in the Bylaws. Each officer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following his election by a majority of the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms. In the event of a vacancy on the Board of Directors or in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term.

ARTICLE VII - FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be three (3), and the names and addresses of the persons who are to serve as directors until the first election under these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Craig Deligdish, M.D.	1300 N. Semoran Blvd., Suite 165 Orlando, FL 32807
Lynn Mallak	1300 N. Semoran Blvd., Suite 165 Orlando, FL 32807
Steven Podnos, M.D.	1300 N. Semoran Blvd., Suite 165 Orlando, FL 32807

ARTICLE VIII - NAMES OF OFFICERS

The names of the initial officers who are to serve until the first election under the Articles of Incorporation are as follows:

<u>Name</u>	<u>Office</u>
Craig Deligdish, M.D.	President
Steven Podnos, M.D.	Vice President
Lynn Mallak	Secretary / Treasurer

ARTICLE IX - BYLAWS

The Bylaws of the Corporation shall be adopted, altered, amended and rescinded by a majority vote of the Board of Directors at a meeting of the Directors duly called and held in accordance with the Bylaws.

ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the Board of Directors, by majority vote, at a meeting of the Directors duly called and held in accordance with the Bylaws.

ARTICLE XI - DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed for one or more exempt purposes to, and only to, (i) any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder, or (ii) the federal government or to a state or local government for public purposes. Any such assets not so disposed of shall be distributed by the Circuit Court of the county in which the principal office of the Corporation is located, exclusively for the purposes described herein, to such organization or organizations as said Court shall determine. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be:

1300 N. Semoran Blvd., Suite 165
Orlando, FL 32807

The name of the initial registered agent of this Corporation shall be:

Lynn Mallak

ARTICLE XIII - CORPORATION'S PRINCIPAL OFFICE
AND/OR MAILING ADDRESS

The principal office and mailing address of this Corporation shall be:

1300 N. Semoran Blvd., Suite 165
Orlando, FL 32807

ARTICLE XIV - INCORPORATOR

The following is the name and street address of the incorporator signing these Articles:

Lynn Mallak
1300 N. Semoran Blvd., Suite 165
Orlando, FL 32807

[Signature Page to Follow]

Mar. 24. 2010 9:02AM

No. 2492 P. 6

(H10000066235 3)

IN WITNESS WHEREOF, I have set my hand and seal this 1st day of February, 2010.


Lynn Mallak

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 1st day of February, 2010, by Lynn Mallak, ☒ who is personally known to me or ☐ who produced a Florida driver's license as identification and who did not take an oath.

(Affix Notary Seal)




NOTARY PUBLIC, State of Florida

Print Name: Laurie J Sciascia

My commission expires: 3-16-11

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the foregoing Articles of Incorporation, hereby accepts this appointment as such Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties. The undersigned further certifies that the undersigned is familiar with and accepts the obligations of such position as Registered Agent.


Lynn Mallak

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 MAR 24 PM 12:33