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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L. Burch DEC 14 2010

COVER LETTER

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

SUBJECT: Gateway Community Health Network, 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: Katrina H. Dempsey, Esq.
Name (Printed or typed)

600 Jennings Avenue
Address

Eustis, Florida 32726
City, State & Zip

352-589-1414
Daytime Telephone number

kdempsey@brslegal.com
E-mail address: (to be used for future annual report notification)

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
Of
GATEWAY COMMUNITY HEALTH NETWORK, INC.

The undersigned, under the Florida Not For Profit Corporation Act, Florida Statutes, Chapter 617, does hereby make and adopt the following Articles of Incorporation.

Article I
Name

The name of the Corporation is Gateway Community Health Network, Inc.

Article II
Address

The mailing and street address of the corporation is 600 Jennings Avenue, Eustis, Florida 32726.

Article III
Registered Office and Agent.

The street address of the registered office of business is 600 Jennings Avenue, Eustis, Florida 32726. The registered agent is Katrina H. Dempsey, Esq., c/o Bowen Radson Schroth, P.A.

Article IV
Not For Profit

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its members, directors, or officers, except to the extent permissible under these articles, under law and under § 501(c)(3) of the Internal Revenue Code. If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under § 501(c)(3) of the Internal Revenue Code.

Article V
Purposes

The Corporation is organized and shall be operated exclusively for charitable and educational purposes, including but not limited to, providing health related services with a primary focus on improving birth-related outcomes, and reducing avoidable emergency room for ambulatory care sensitive conditions that should be managed in a primary care setting.

Article VI Powers

Solely for the above purposes, the corporation shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

C. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

Article VII Board of Directors

The bylaws shall provide the method of election of all Directors and the number of Directors may be raised or lowered by amendment of the bylaws, but the number of Directors shall never be less than nine (9)

Article VIII Board of Directors

The name and address of each Director of the Corporation is as follows:

Name	Address
Myra Martin	901 Hickory Avenue, Fruitland Park, FL 34731
Frank Maloney	P.O. Box 1305, Tavares, FL 32778
Carol Millwater	P.O. Box 1578, Mt. Dora, FL 32757
Nancy Wright	518 Lakeshore Drive, Eustis, FL 32726
Jerry Hatfield	P.O. Box 67, Umatilla, FL 32784
Edwin Tremarco	2608 Maywood Street, Eustis, FL 32726
Michael Tart	292 Oakshade Drive, Mt. Dora, FL 32757
Connie Fish	1681 Edgewater Drive, Mt. Dora, FL 32757
Katrina H. Dempsey	600 Jennings Avenue, Eustis, FL 32726

Article IX
Commencement of Corporate Existence
And Duration

The Corporation began its corporate existence upon the filing and acceptance by the Florida Department of State of the Articles of Incorporation. The duration of the Corporation is perpetual.

Article X
Tax Exempt Status

It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation § 501(a) of the Internal Revenue Code as an organization described in § 501(c)(3) of the Internal Revenue Code and which is other than a private foundation as defined in § 509 of the Internal Revenue Code. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under § 501(c)(3) of the Internal Revenue Code. All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

Article XI
Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of § 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 disposed of by the Court of Common Pleas (or court of similar jurisdiction) of the county in which the principal office of the organization 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.

Article XII
Officers

The officers of the corporation may consist of a chairperson, a vice chairperson, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such a time and in such a manner as may be prescribed by the bylaws or by law.

**Article XIII
Incorporator**

The name and address of the Incorporators are as follows:

Name	Address
Myra Martin	901 Hickory Avenue Fruitland Park, FL 34731
Frank Maloney	P.O. Box 1305 Tavares, FL 32778
Carol Millwater	P.O. Box 1578 Mt. Dora, FL 32757
Nancy Wright	518 Lakeshore Drive Eustis, FL 32726
Jerry Hatfield	P.O. Box 67 Umatilla, FL 32784
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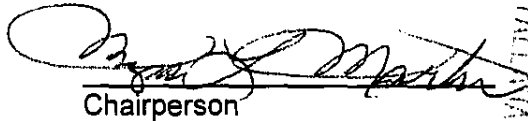
**Article XIV
Amendment**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors, and Officers are subject to this reservation.

**Article XV
Indemnification**

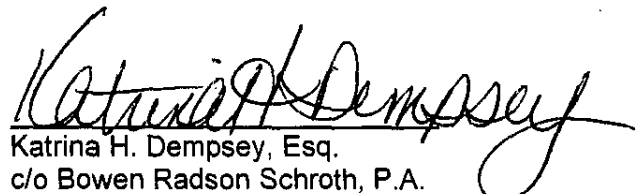
The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted under Florida Law.

In Witness Whereof, the undersigned has signed these Amended Articles of Incorporation on this 2nd day of December, 2010.


Chairperson

Acceptance By Registered Agent

The undersigned hereby accepts the appointment as Registered Agent of Gateway Community Health Network, Inc., which is contained in the foregoing Articles of Amendment to Articles of Incorporation.


Katrina H. Dempsey, Esq.
c/o Bowen Radson Schroth, P.A.
Registered Agent
600 Jennings Avenue
Eustis, FL 32736

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2010 DEC 13 PM 3:50
CLERK OF STATE
TALLAHASSEE, FLORIDA