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NORRIS & NORRIS, P.A.

ATTORNEYS AT LAW
253 N.W. MAIN BOULEVARD
P.O. DRAWER 2349
LAKE CITY, FL 32056-2349
www.norrisattorneys.com

Tel: (386) 752-7240
Fax: (386) 752-1577

John E. Norris
Guy W. Norris

March 28, 2011

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

RE: Articles of Incorporation of
Shands at Live Oak Auxiliary, Inc.,
a corporation not for profit

Gentlepersons:

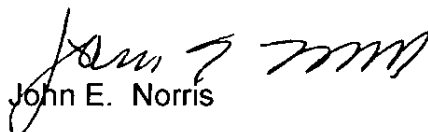
Enclosed for filing are original and one copy of Articles of Incorporation of Shands at Live Oak Auxiliary, Inc., together with this firm's check in the amount of \$78.75, representing \$35.00 for the filing fee, \$35.00 for Registered Agent Designation and \$8.75 for a certified copy.

Please file the Articles of Incorporation and return the certified copy of same to this office in the enclosed self-addressed stamped envelope provided for your convenience.

Please contact me should you have any questions.

Thank you for your courtesies.

Sincerely yours,


John E. Norris

JEN:dac
Enclosures

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STATE OF FLORIDA

ARTICLES OF INCORPORATION
OF
SHANDS AT LIVE OAK AUXILIARY, INC.

(A corporation not for profit)

ARTICLE I

This is a non-profit corporation organized for the purposes set forth herein pursuant to and under the provisions of Chapter 617, Florida Statutes.

ARTICLE II

The name of this corporation is **SHANDS AT LIVE OAK AUXILIARY, INC.**, and the mailing address of the corporation is 1100 SW 11th Street, Live Oak, Florida 32064.

ARTICLE III

The corporation is organized and shall be operated exclusively as a non-stock charitable organization for the purpose of doing all things necessary and essential to carry on the activities, of organizing volunteers to work to provide services for patients and furnishing scholarships for the training of nurses and other medical care providers for the betterment of life for the people of Suwannee County. Also the oversight, mentoring, tutoring, and management of non-profit hospital programs. Further, the corporation is organized and shall be operated to have the power to do all things necessary for the accomplishment of the aforesaid purposes; and to the extent that said purposes are not inconsistent with the charitable purposes of the corporation, and all powers conferred upon non-profit corporation, by the laws of the State of Florida.

ARTICLE IV

This corporation is to begin its existence upon the date and time of the filing of the Articles of Incorporation with the Department of State, and shall thereafter exist perpetually.

ARTICLE V

The qualifications for membership of this corporation and the manner of their admission shall be governed and regulated by the By-Laws of this corporation.

ARTICLE VI

The initial address, registered office and principal office address of the corporation is 1100 SW 11th Street, Live Oak, Florida 32064, and the name of its initial registered agent at such address is Ricardo Diaz.

ARTICLE VII

Section 1: The business affairs of this corporation shall be managed by a Board of Directors. This corporation shall initially have five (5) directors. The number of directors may be decreased or increased from time to time by the By-Laws of the corporation, but shall never be less than five (5).

Section 2: The Board of Directors shall be members of the corporation.

Section 3: Members of the Board of Directors shall be elected by the members and hold office in accordance with the By-Laws.

Section 4: The names and addresses of the persons who are to serve as directors for the ensuing year or until the first annual meeting of the corporation for the purpose of electing officers are as follows:

Elizabeth McMullen
1217 Pine Avenue SW
Live Oak, Florida 32064

Frances Larsen
803 Tara Trace Circle SW
Live Oak, FL 32064

Renda Conners
3011 119th Drive
Live Oak, FL 32064

Norma Murphy
817 Tara Trace
Live Oak, FL 32064

Ricardo Diaz
1100 SW 11th St.
Live Oak, FL 32064

ARTICLE VIII

Section 1: The corporation may exercise all the powers which are now or hereafter conferred by law upon corporations not organized for pecuniary gain or profit, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the corporation, subject to such limitations as are or may be prescribed by law, and subject specifically to the following restrictions. Notwithstanding any other provisions of this Charter, no substantial 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. 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 Law Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are

deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 2: Should the corporation be dissolved, by the expiration of its Charter or otherwise, then all assets owned by the corporation shall be distributed to such corporations or organizations as would then qualify for exemption from Federal Income Tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX

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

Elizabeth McMullen
1217 Pine Avenue SW
Live Oak, FL 32064

Frances Larsen
803 Tara Trace Circle SW
Live Oak, FL 32064

Renda Conners
3011 119th Drive
Live Oak, FL 32064

Norma Murphy
817 Tara Trace
Live Oak, FL 32064

Ricardo Diaz
1100 SW 11th St.
Live Oak, FL 32064

ARTICLE X

Section 1: The Board of Directors of this corporation may provide such By-Laws for the conduct of its business in the carrying out of its purposes as they may deem necessary from time to time.

Section 2: Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for the purpose.

ARTICLE XI

Section 1: The Articles of Incorporation may be amended at a special called meeting of the membership for that purpose by a majority vote of those present.

Section 2: Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of intention to submit such amendments.


Section 3: No amendment may be made affecting the provisions of Article VIII.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 24 day of MARCH, 2011.


ELIZABETH McMULLEN


FRANCES LARSEN


RENDIA CONNERS


NORMA MURPHY

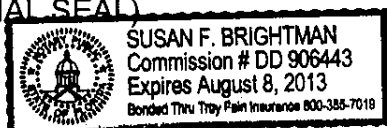

RICARDO DIAZ

STATE OF FLORIDA
COUNTY OF Columbia

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared, ELIZABETH McMULLEN, FRANCES LARSEN, and RENDA CONNERS, to me well known, or who produced FL DINER LLC, to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 23 day of March, 2011.

(NOTARIAL SEAL)



Susan F. Brightman
Notary Public – State of Florida

STATE OF FLORIDA
COUNTY OF St. Lawrence

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared, RICARDO DIAZ, to me well known or has produced _____, to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 24th day of March, 2011.

(NOTARIAL SEAL)



Kathy S. Avriett
Notary Public – State of Florida

STATE OF FLORIDA
COUNTY OF

Sumner

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared, NORMA MURPHY, to me well known or has produced FL D.L., to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 24th day of April, 2011.

(NOTARIAL SEAL)



Kathy S. Avriett
Notary Public - State of Florida


**CERTIFICATE DESIGNATING PLACE OF BUSINESS,
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that SHANDS AT LIVE OAK AUXILIARY, INC. desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Incorporation at 1100 SW 11th Street, Live Oak, Florida, has named RICARDO DIAZ, 1100 SW 11th Street, Live Oak, Florida 32064, as its Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-styled corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.



RICARDO DIAZ

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TALLAHASSEE, FLORIDA