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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
11 AUG 10 PM 2:25

Ps sfioke

COVER LETTER

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

SUBJECT: North Florida Medical Nutrition Center, 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: Janet M. Gibson
Name (Printed or typed)

1626 North Plaza Drive
Address

Tallahassee, FL 32308
City, State & Zip

(850) 513-0067
Daytime Telephone number

jibjohn.janet@gmail.com
E-mail address: (to be used for future annual report notification)

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

North Florida Medical Nutrition Center, Inc.
Articles of Incorporation FEIN 45-2908054

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2011
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We, the undersigned, being competent to contract and desirous of forming a corporation for non-profit purposes under the provisions of Chapter 617 of the Florida Statutes, do agree and submit the following as, and for, our Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation shall be the **North Florida Medical Nutrition Center, Inc.**

ARTICLE II – PRINCIPLE OFFICE

The principal place of business shall be **1626 North Plaza Drive, Tallahassee, Florida 32308**

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is exclusively for charitable, scientific and educational purposes, more specifically, to support and conduct medical research, to provide technical assistance and training, to implement and promote healthy lifestyle educational and informational activities and programs that advance the physical wellbeing and positive perception of health and nutrition by low to moderate income families.

ARTICLE IV – MANNER OF ELECTION

The manner in which the directors are appointed is as such, one third of the Directors shall be appointed by the initial Board of Directors of the North Florida Medical Nutrition Center, Inc. All remaining seats shall be appointed by majority vote of the Board of Directors in accordance with the Bylaws of the corporation.

ARTICLE V – INITIAL OFFICERS AND/ DIRECTORS

The initial officers of this corporation shall consist of a Chairperson, a Vice Chairperson, a Secretary and a Treasurer, who may from time to time be required to carry out the business of the corporation. The following persons who are to serve as officers initially until the first annual meeting of the corporation or until their successors are duly elected in accordance with the corporation Bylaws are:

Dr. Janet M. Gibson, DO, Chairperson, 1626 North Plaza Drive, Tallahassee, FL 32308
Dr. Darice E. Richard, PharmD, Vice Chairperson, 2109 Evergreen Drive, Tallahassee, FL 32303
Dr. Rosalee Jenifer Peckoo, MD, Treasurer, 100 North Main Street, Chattahoochee, FL 32324
Dr. Theresa A. Shotwell, PhD, Secretary, 2110 Pink Flamingo Lane Tallahassee, FL 32308
Dr. Cyneetha A. Strong, MD 349 Meadow Ridge Drive, Tallahassee, FL 32312

**North Florida Medical Nutrition Center, Inc.
Articles of Incorporation FEIN 45-2908054**

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ARTICLE VI – REGISTERED AGENT & ACCEPTANCE

First, having been organized as a Not-For-Profit Corporation, **THE NORTH FLORIDA MEDICAL NUTRITION CENTER, INC.**, hereby designates **JANET M. GIBSON**, as its Registered Agent to accept process of service on its behalf at its place of business located at **1626 North Plaza Drive, Tallahassee, FL 32308**

ACCEPTANCE: "Having been named as Registered Agent to accept service of process for the above-stated corporation at the place designated in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity."

x Janet M. Gibson D.O.
Signature of Registered Agent

8/8/11
Date

x Janet M. Gibson D.O.
Print Name of Registered Agent

8/8/11
Date

ARTICLE VII – INCORPORATOR

The incorporator, **DESINDA L. WOOD-CARPER** residing at **2923 Pontiac Drive, Tallahassee, FL 32301** being designated by the above-stated corporation, submits this document and affirms that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, F.S.

x Desinda L. Wood-Carper
Signature of Incorporator

8/8/11
Date

x Desinda L. Wood-Carper
Print Name of Incorporator

8/8/11
Date

ARTICLE VIII – NONPROFIT TAX-EXEMPT STATUS

No part of the earnings of the corporation shall inure to the benefit of, or be distributed to its 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 of the corporation. No part of the activities of the corporation shall be to carry on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaigns on behalf of any candidates of public offices.

Upon dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501 c(3) of the Internal Revenue Code of 1986, or corresponding sections of any future federal tax code, or shall be distributed for public purposes. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the corporation is then located, exclusively for such purposes.

**North Florida Medical Nutrition Center, Inc.
Articles of Incorporation FEIN 45-2908054**

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ARTICLE IX – AMENDMENT OF ARTICLES AND BYLAWS

The Articles of Incorporation and Bylaws of the corporation shall be created, altered and rescinded by a majority vote of the board at the annual meeting or special meeting of the corporation, subject to all notice and quorum requirements.

Wherefore, we, the undersigned, adopt and therefore do set our hands and seals to these Articles of Incorporation on this 8th day of August, 2011 at a special meeting of the Board of Directors.

x Janet M. Gibson Director
Janet M. Gibson, DO

x Darice E. Richard Director
Darice E. Richard, Pharm.D.

x Rosalee Jenifer Peckoo Director
Rosalee Jenifer Peckoo, MD

x Theresa A. Shotwell Director
Theresa A. Shotwell, PhD.

x Cyneetha A. Strong Director
Cyneetha A. Strong, MD

STATE OF FLORIDA

COUNTY OF LEON

BEFORE ME, the undersigned Notary did appear Janet M. Gibson, Darice E. Richard, Rosalee Jenifer Peckoo, Theresa A. Shotwell, and Cyneetha A. Strong who upon being duly sworn, deposes and says "that they are the persons named in the foregoing Articles and that these Articles of Incorporation are being submitted for the purposes stated therein." SWORN TO AND SUBSCRIBED before me this 8th day of August, 2011.



Notary Seal

Desinda Wood-Carper
Notary Public

August 8, 2011
Date