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## FLORIDA PROFIT/NON PROFIT CORPORATION

mizell palliative care center, inc.

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

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Help

ARTICLES OF INCORPORATION

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OF

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MIZELL PALLIATIVE CARE CENTER, INC.

The undersigned incorporator(s), for the purpose of forming a Not for Profit Corporation under Chapter 617 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1

The name of the corporation shall be:  
MIZELL PALLIATIVE CARE CENTER, INC.

ARTICLE II

The principal place of business and the mailing address of this corporation shall be:

4801 S. UNIVERSITY DRIVE  
DAVIE, FL 33328

ARTICLE III

The specific purpose for which the corporation is organized:  
PROVIDE PALLIATIVE CARE SUCH AS; MEDICAL COUNSELING.

I. The organization is organized exclusively for charitable, religious, and / or educational purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code.

II. Notwithstanding any other provision of these articles, the corporation shall not carry on any 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 of 1986 (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 1986 ( or corresponding provision of any future United Internal Revenue law).

III. Upon the dissolution of this corporation, assets will 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 by the Court of Common Pleas of the county in which the principal office of the corporation is the 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.

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#### ARTICLE IV

The manner of election of Directors, their terms of office and other provisions will be duly set forth in the BY-laws of the Corporation.

The corporation may have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's by-laws.

No member or director shall have any right, title, or interest in or to any property of the Corporation.

#### ARTICLE V

The name and street address of the initial registered agent shall be:

GUY C. JEANTY  
55 SIMONTON CIRCLE  
WESTON, FL 33326

#### ARTICLE VI

The officers of this Corporation shall consist of a Board of Directors, consisting of three (3) or more members of unequal number, shall have charge of the spiritual and temporal affairs of the corporation; and the qualifications, duties and manner of election of said Board of Directors shall be fixed and determined by the Constitution and By-Laws of this Corporation.

There shall be a Board of Trustees, consisting of three (5) members which shall have all the powers provided by law for trustees of religious corporations. It shall have power to buy, own, control and manage all personal and real property of the Corporation and by and with consent of the General Assembly under rules and regulations provided for in the Constitution and By-Laws, dispose of and sell said personal and real property.

The name and address of the Director(s) and Officer(s) shall be:

CHAIRMAN  
DEBORAH MIZELL  
6475 W. OAKLAND PARK BLVD #411  
LAUDERHILL, FL 33313

VICE CHAIRMAN  
GUY C. JEANTY  
55 SIMONTON CIRCLE  
WESTON, FL 33326

TREASURER  
JOHNNY C. TAYLOR JR.  
15012 CROOKED BRANCH LANE  
CHARLOTTE, NC 28278

ASST. TREASURER  
JOHN RUFFIN JR.  
9650 NW 42<sup>ND</sup> STREET  
CORAL SPRINGS, FL 33065

SECRETARY  
IRMA BARRON  
1602 ALTON ROAD #122  
MIAMI BEACH, FL 33139

## **INCORPORATOR**

The name and address of the incorporator executing these articles:

GUY C. JEANTY  
55 SIMONTON CIRCLE  
WESTON, FL 33326

The undersigned has executed these articles of incorporation this 30<sup>th</sup> day of August, 2011.

  
INCORPORATOR  
Signature

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MIZELL PALLIATIVE CARE CENTER, INC.  
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
REGISTERED AGENT

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