

# Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

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TO:

Division of Corporations

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Account Name : MINOTT GORE, P.A. Account Number : I20100000050

Phone : (305)913-1333

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WH 58387

# FLORIDA PROFIT/NON PROFIT CORPORATION

Trauma Resources for Patients and Families Foundatio

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### ARTICLES OF INCORPORATION

of

# TRAUMA RESOURCES FOR PATIENTS AND FAMILIES FOUNDATION INC. (A Not-For-Profit Corporation)

The undersigned, desiring to form a Non-Profit Corporation in the State of Florida pursuant to Chapter 617, F.S., hereby certifies:

#### ARTICLE 1 - NAME

The name of the corporation shall be Trauma Resources for Patients and Families Foundation Inc., hereinafter referred to as the "Corporation."

#### **ARTICLE II - ADDRESS**

The principal street address and mailing address of the Corporation is 1033 Lenox Avenue, Suite 203, Miami Beach, FL 33139.

### **ARTICLE III - PURPOSE**

The Corporation is organized exclusively for charitable purposes under Section 501 (c) (3) of the Internal Revenue Code, which purposes include, but are not limited to, the provision of support and other services for patients, families and hospitals dealing with traumatic injuries. In furtherance of its charitable purpose, the Corporation may also make distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE IV - ACTIVITIES

No part of the earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 set forth in Article Three hereof. Notwithstanding any other provision of these Articles, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the Corporation.

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#### ARTICLE V - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by an initial Board of Directors comprised of three (3) directors. Thereafter, the Board of Directors shall be comprised of not less than three (3) directors, nor more than fifteen (15) directors, the specific number of directors and the manner of their selection shall be as set forth in the Bylaws of the Corporation.

The initial three (3) directors of the Corporation shall be:

Ivette Martin - 1033 Lenox Avenue, Suite 203, Miami Beach, FL 33139

Letitia Fisher - 1095 NW 14th Terrace, Miami, FL 33136

Ulises Herran - 2655 LeJuene Road, Miami, FL 33134

#### ARTICLE VI - REGISTERED AGENT

The initial Registered Agent of the Corporation shall be Ivette Martin. The address of the Registered Office is 1033 Lenox Avenue, Suite 203, Miami Beach, FL 33139. The initial Registered Agent accepts this designation and agrees to comply with the provisions of Chapter 617 F.S. regarding the same.

#### **ARTICLE VII – TERMINATION**

The Corporation's duration shall commence upon the Effective Date of January 1, 2012 following filing with the Division of Corporations and continue in perpetual existence until terminated: (i) in accordance with the Corporation's Bylaws, or (ii) through administrative dissolution under applicable Florida law.

#### ARTICLE VIII - DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the 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 assets not so disposed of shall be disposed of by a court of competent jurisdiction in Miami-Dade County, or such other county in which the principal office of the Corporation may be located, exclusively for such purposes or to such organizations as said Court shall determine meets the exempt purposes of Section 501 (c) (3) or other public purpose.

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## ARTICLE IX - INCORPORATOR

IN WITNESS WHEREOF, the undersigned incorporator, as a duly authorized representative of the Corporation, has set her hand this  $\frac{15}{15}$  day of November 2011.

Ivette Martin, Incorporator

1033 Lenox Ave, Suite 203, Miami FL 33139

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# ACCEPTANCE OF REGISTERED AGENT DESIGNATION

The undersigned hereby agrees to accept the designation of registered agent for Trauma Resources for Patients and Families Foundation Inc. In this capacity, the undersigned agrees to accept service of process at the place designated in the Articles of Incorporation and comply with all the obligations and duties required by Chapter 617 F.S.

Name: Ivette Martin

Signature