

N11407

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H14000180863 3)))



H140001808633ABC+

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)617-6380

From:
Account Name : SHUMAKER, LOOP & KENDRICK LLP
Account Number : 075500004387
Phone : (813)229-7600
Fax Number : (813)229-1660

14 JUL 31 AM 10:07
SECRETARY OF STATE
DIVISION OF CORPORATIONS

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

RECEIVED
14 JUL 31 AM 9:58
DIVISION OF CORPORATIONS
FLORIDA

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
BAYFRONT HEALTH, EDUCATION AND RESEARCH
ORGANIZATION**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

C. LEWIS

AUG 1 2014

EXAMINER

H14000180863 3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

14 JUL 31 AM 10:07

**ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
BAYFRONT HEALTH, EDUCATION AND RESEARCH ORGANIZATION, INC.
(a Florida Not For Profit corporation)
Document Number N11407**

Pursuant to Section 617.1006 of the Florida Not For Profit Corporation Act (the "Act"), **BAYFRONT HEALTH, EDUCATION AND RESEARCH ORGANIZATION, INC.**, a Florida not for profit corporation (the "Corporation"), adopts the following amendments to its Amended and Restated Articles of Incorporation:

FIRST: The name of the Corporation is **BAYFRONT HEALTH, EDUCATION AND RESEARCH ORGANIZATION, INC.**

SECOND: The following amendment to the Amended and Restated Articles of Incorporation was adopted by the Board of Trustees of the Corporation:

- A. **ARTICLE III CORPORATE PURPOSES** of the Amended and Restated Articles of Incorporation shall be amended and restated in its entirety to read as follows:

The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) as are set forth below, including the making of distributions for such purposes. The Corporation is authorized to exercise such powers as are in furtherance of its exempt status and for purposes for which a corporation may be formed under the Florida Not-For-Profit Corporation Act.

These purposes include the following:

- (a) To improve the health and well-being of the community historically served by the Corporation before it sold its hospital and other healthcare facilities in 2013, by stimulating and supporting programs, initiatives and research that improve quality of life.
- (b) To seek and develop strategies, alliances and partners that will enable the Corporation to create and support social and other initiatives that lead to long-term systemic improvement and a sustainable healthy and vibrant community, primarily in South Pinellas County, Florida.
- (c) To receive and administer property and funds for the benefit of the Corporation, or its successor, and to that end to take and hold, by bequest, devise, gift, purchase, lease, or otherwise, either absolutely or in trust, any

H14000180863 3

H14000180863 3

TREASURER
SECRETARY OF STATE
DIVISION OF CORPORATIONS

14 JUL 31 AM 10:07

property, real, personal or mixed, without limitation as to amount or value, except such limitations, if any, as may be imposed by law;

- (d) To own, use, buy, sell, lease, borrow, mortgage or encumber, convey, administer, maintain, grow and dispose of real and personal property and to invest and reinvest principal and income received from such property and to deal with and expend principal and income therefrom as will tend to promote the objects of the Corporation and the doing of all things necessary or incident for the purposes of the Corporation set forth in paragraphs (a) through (c), inclusive, above in this Article III, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received or such limitations, if any, as may be imposed by law; and
- (e) To do such other lawful acts or activities to accomplish its charitable and educational purposes related to the purposes specified in paragraphs (a) through (d), inclusive, above, as contemplated by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) and the nonprofit corporation laws of the State of Florida.

Except as aforesaid, the remainder of the Amended and Restated Articles of Incorporation shall remain in full force and effect and shall not be modified by this Amendment.

THIRD: The Corporation has no members. The foregoing amendment was approved by the Board of Trustees of the Corporation at a duly called meeting on April 29, 2014 pursuant to Section 617.1002 of the Act.

FOURTH: The effective date of the amendment herein shall be the date these Articles of Amendment to the Amended and Restated Articles of Incorporation are filed with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned Chairman of the Corporation has executed these Articles of Amendment to Amended and Restated Articles of Incorporation as of the 29th day of April, 2014.

Bayfront Health, Education and Research Organization, Inc.

By: 

Steven C. Dupré, Chairman

H14000180863 3