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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers DEC 04 2012
W12-5816
127



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 19, 2012

MICHELLE ANCHORS
2113 LEWIS TURNER BLVD SUITE 100
FT WALTON BEACH, FL 32547

SUBJECT: WHITE WILSON MEDICAL FOUNDATION, INC.
Ref. Number: W12000058168

We have received your document for WHITE WILSON MEDICAL FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

If you have any further questions concerning your document, please call (850) 245-6052.

Justin M Shivers
Regulatory Specialist II
New Filing Section

Letter Number: 512A00027776

COVER LETTER

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

SUBJECT: White Wilson Medical Foundation, 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: Michelle Anchors
Name (Printed or typed)

2113 Lewis Turner Blvd., Suite 100
Address

Fort Walton Beach, FL 32547
City, State & Zip

(850) 863-1974
Daytime Telephone number

manchors@kaglawfirm.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION FOR
WHITE WILSON MEDICAL FOUNDATION, INC.

ARTICLE I

NAME PRINCIPAL OFFICE,
REGISTERED OFFICE AND
REGISTERED AGENT

Section 1.1 Name. The name of the corporation is White Wilson Medical Foundation, Inc. (the "Corporation").

Section 1.2 Office and Registered Agent. The principal office and mailing address of the Corporation is:

1005 Mar Walt Drive
Fort Walton Beach, Florida 32547

The registered agent of the Corporation is:

Michelle Anchors
2113 Lewis Turner Blvd., Suite 100
Fort Walton Beach, Florida 32547

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TALLAHASSEE FLORIDA

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ARTICLE II
STATEMENT PURPOSE

Section 2.1 Purpose. The organization is organized exclusively for charitable, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code.

Section 2.2 Exemption Requirements. At all times the following conditions shall operate as conditions restricting the operations and activities of the Corporation:

- a. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons unless allowed by Section 501 (c)(3) of the Internal Revenue Code, 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 herein;

- b. 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; and
- c. Notwithstanding any other provisions of these Articles, 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 Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 2.3 Powers. For the charitable, educational and scientific purposes aforesaid, the Corporation shall have the following powers:

- a. To acquire by purchase, lease, exchange or otherwise, either absolutely or in trust, and to own, use, develop, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of, and generally to deal with, any real or personal property and rights and privileges therein, wheresoever situated, for any purposes in connection with the foregoing or in any way related thereto;
- b. To receive donations, devises, bequests, legacies, gifts and other contributions in money or in property without limitation as to amount or value, except such limitation, if any, as may be specifically imposed by law, and to employ the same for the furtherance and development of such one or more of the aforesaid purposes of the Corporation as the Board of Directors shall in their absolute discretion from time to time determine and under such conditions as they may from time to time determine;
- c. To invest and reinvest any funds of the Corporation in bonds, stocks, securities, mortgages, real estate, or any interest or estate therein, and any other medium of investment, and to deal with and expend the funds of the Corporation and the income there from in such manner as in the judgment of the Board of Directors will best promote the objectives of the Corporation of any of them;
- d. To make contributions, gifts, advances or grants as the Board of Directors may deem appropriate;
- e. To borrow money and to issue, sell, pledge or otherwise dispose of its bonds, bills of exchange, notes, debentures, warrants, trust certificates and other obligations and evidences of indebtedness, and secure the same by mortgage,

pledge, trust, assignment and reassignment of accounts receivable or other instruments evidencing property rights of the Corporation;

- f. To carry out all or part of the aforesaid objects and purposes in any or all states, territories, districts and possessions of the United States of America; and
- g. The foregoing clauses shall be construed both as objects and powers and shall be deemed to be cumulative, and none of them shall be deemed as restricting or limiting the other, nor shall the foregoing enumeration of specific powers be deemed in any way to limit or restrict in any manner the general powers hereinbefore enumerated or the general powers of the Corporation and the enjoyment thereof as conferred by the laws of the State of Florida. The Corporation is formed upon the articles, conditions and provisions herein contained and is subject in all particulars to the limitations relative to non-stock and nonprofit corporations contained in the general law of Florida. All of the powers hereinbefore granted to the Corporation are to be exercised solely for the charitable, educational and scientific purposes hereinabove specified, and none of the foregoing powers shall be exercised in any manner that would result in a violation of Section 501 (c)(3) of the Internal Revenue Code.

ARTICLE III

NON-STOCK CORPORATION

Section 3.1 Non-stock Status. The Corporation shall be without capital stock and will not operate for profit.

ARTICLE IV

TERM

Section 4.1 Term. The term for which this Corporation shall exist is perpetual.

ARTICLE V

BOARD OF DIRECTORS

Section 5.1 Number and Qualifications. The powers of the Corporation shall be vested in the Board of Directors. The number of Directors may be increased or decreased pursuant to the Bylaws of the Corporation, but shall never be less than seven (7).

Section 5.2 Appointment. The manner in which Directors shall be appointed shall be as provided for in the Bylaws of the Corporation.

Section 5.3 Indemnification: The Corporation shall indemnify past or present Directors and officers of the Corporation in accordance with and to the fullest extent permitted by the Florida Not For Profit Corporation Act and the Florida Business Corporation Act, insofar as applicable to corporation not for profit under Florida law, as amended from time to time.

Section 5.4 Initial Directors. The names and addresses of the initial directors of this corporation are:

Alan L. Gieseeman
1005 Mar Walt Drive
Fort Walton Beach, Florida 32547

Dr. Kenneth B. Haskin
1005 Mar Walt Drive
Fort Walton Beach, Florida 32547

Marjorie L. Cummins
1005 Mar Walt Drive
Fort Walton Beach, Florida 32547

Dr. Karl Metz
1005 Mar Walt Drive
Fort Walton Beach, Florida 32547

ARTICLE VI **PERSONAL LIABILITY**

Section 6.1 Liability. No member, officer, or director of this Corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the member, officer, or director be subject to the payment of the debts or obligations of this Corporation.

ARTICLE VII **DISSOLUTION**

Section 7.1 Dissolution. Upon the 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 purposes. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then 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.

ARTICLE VIII
AMENDMENTS

Section 8.1 Amendments. Amendments to these Articles of Incorporation may be made and adopted by a two-thirds vote of the Board of Directors at any meeting of the Board of Directors of the Corporation, whether annual or otherwise.

IN WITNESS WHEREOF, White Wilson Medical Foundation, Inc. has caused this instrument to be signed in its name and on its behalf by its President, and its corporate seal to be hereunto affixed and attested by its Secretary this 14 day of Nov., 2012.

WHITE WILSON MEDICAL FOUNDATION, INC.

By: Margie L. Gummans
Its: President

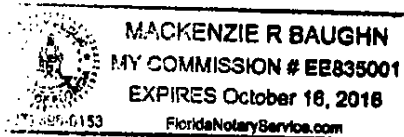
Attest:

Its: _____

(Corporate Seal)

STATE OF FLORIDA)
COUNTY OF OKALOOSA)

The foregoing instrument was acknowledged before me by Marjorie Cummins as President of White Wilson Medical Foundation, Inc. a Florida not for profit corporation, on behalf of the Corporation. He/She personally appeared before me and is personally known to me, or has produced _____ as identification, and who did not take an oath, this 14 day of NOV., 2012.



Mackenzie Baughn
Print Name: Mackenzie Baughn
Notary Public, State and County
Aforesaid
Commission No.: EE835001
My Commission Expires: 10/16/16

(Affix Official Seal)

ACCEPTANCE OF RESIDENT AGENT

I, Michelle Anchors, do hereby accept appointment as Resident Agent of White Wilson Foundation, Inc., a corporation organized not for profit under the laws of the State of Florida, and set of records my address as follows:

Michelle Anchors
2113 Lewis Turner Blvd., Suite 100
Fort Walton Beach, FL 32547

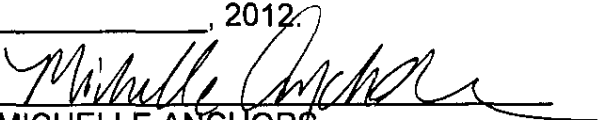
EXECUTED this 14th day of November, 2012.


MICHELLE ANCHORS

INCORPORATOR

Michelle Anchors, 2113 Lewis Turner Blvd., Suite 100, Fort Walton Beach, Florida 32547 shall act as the incorporator.

EXECUTED this 14 day of NOV., 2012.


MICHELLE ANCHORS

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TALLAHASSEE FLORIDA