

**N13000008824**

Florida Department of State  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Healogics Assist Program, Inc.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION**  
**OF**  
**HEALOGICS ASSIST PROGRAM, INC.**

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned serves as incorporator, for the purpose of forming a corporation not for profit and does hereby certify:

**ARTICLE I**  
**NAME OF CORPORATION**

The name of the corporation is Healogics ASSIST Program, Inc. (hereinafter called the "Corporation").

**ARTICLE II**  
**PRINCIPAL OFFICE OF THE CORPORATION**

The address of the principal office of the Corporation shall be 5220 Belfort Road, Suite 130, Jacksonville, FL 32256.

**ARTICLE III**  
**REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 1201 Hays Street, Tallahassee, FL 32301. The name of the initial registered agent at that address is Corporation Service Company.

**ARTICLE IV**  
**PURPOSES AND POWERS OF THE CORPORATION**

This Corporation does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed are:

(1) exclusively for charitable, educational, religious and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws governing the distributions to organizations qualified as tax-exempt (the "Code"); and

(2) except as limited by the Articles of Incorporation and the Bylaws, the Corporation will have and exercise all rights and powers in furtherance of its purposes as are or may hereafter be conferred on not for profit corporations pursuant to Chapter 617, Florida Statutes, and in accordance with other applicable law.

Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code.

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ARTICLE V  
MEMBERSHIP

This Corporation shall not have members.

ARTICLE VI  
BOARD OF DIRECTORS

A. The affairs of this Corporation shall be managed by its Board of Directors. The method of election or appointment of the Board of Directors shall be fixed and governed by the Bylaws of the Corporation.

B. The names and addresses of the initial directors are:

Thomas M. Clayton  
Dave W. Miles  
Robert Wilson

ARTICLE VII  
DISSOLUTION

A majority of the Board of Directors may authorize dissolution of the Corporation. After dissolution is authorized, the Corporation must file articles of dissolution, in compliance with Section 617.1403, Florida Statutes, with the Department of State.

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Code.

ARTICLE VIII  
DURATION

The Corporation shall exist perpetually.

ARTICLE IX  
AMENDMENTS

A majority vote of the Board of Directors may amend the Articles of Incorporation.

ARTICLE X  
BYLAWS

The Bylaws of this Corporation shall be adopted by the incorporator on behalf of the Corporation and may be altered, amended or rescinded by a majority vote of the Board of Directors.

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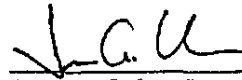
ARTICLE XI  
INCORPORATOR

The name and address of the incorporator is:

Ivan A. Colao  
50 North Laura Street, Suite 3900  
Jacksonville, FL 32202

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IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this Corporation, executed these Articles of Incorporation this 27th day of September, 2013.



Ivan A. Colao, Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That Healogics ASSIST Program, Inc., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in the Articles of Incorporation, at 5220 Belfort Road, Suite 130, City of Jacksonville, County of Duval, State of Florida has named Corporation Service Company, whose address is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Not for Profit Business Corporation Act relative to keeping open the registered office.

CORPORATION SERVICE COMPANY,  
Registered Agent

By: Karin L. Dunn

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Karin L. Dunn, Assistant VP

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