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DIVISION OF CORPORATIONS

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Ober, Kaler, Grimes & Shriver A Professional Corporation

100 Light Street Baltimore, MD 21202 410.685.1120 Main 410.547.0699 Fax www.ober.com

November 1, 2013

#### **VIA FEDERAL EXPRESS**

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re: Filing of Articles of Incorporation

Dear Sir or Madam:

Enclosed herewith please find the following filing:

- 1. Cover letter, Articles of Incorporation for Surgical Specialties Patient Safety Organization, Inc. and our firms check in the amount of \$87.50 for the filing fee, certified copy and certificate; and
- 2. Return self addressed pre-paid Federal Express Envelope to return evidence.

Accordingly, please file the Articles of Incorporation with the Florida Department of State.

If you have any question, please do not hesitate to contact me.

Sincerely,

Chelsea A. Anglin

Paralegal

CAA

**Enclosures** 

## **COVER LETTER**

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

SUBJECT: Surgical Specialties Patient Safety Organization, 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 \$78.75 \$87.50 \$87.50 Filing Fee & Certificate of Status

\$20 Certificate of & Certified Copy & Certificate

\$30 Certificate Of & Certificate

\$40 ADDITIONAL COPY REQUIRED

Chelsea Anglin, Paralegal

Name (Printed or typed)

c/o Ober, Kaler, Grimes & Shriver, P.C.

Address

100 Light Street, Baltimore, MD 21202

City, State & Zip

410-230-7010

Daytime Telephone number

E-mail address: (to be used for future annual report notification)

John Berlin (jberlin@nflsurgeons.com)

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

SECRETARY OF STATE OIVISION OF CORPORATION

# ARTICLES OF INCORPORATION OF

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SURGICAL SPECIALTIES PATIENT SAFETY ORGANIZATION, INC.

The Surgical Specialties Patient Safety Organization, Inc., a not for profit corporation organized and existing under and by virtue of the provisions of the Florida Not For Profit Corporation Act (the "Corporation"), pursuant to Section 617.0202 Act, hereby states its Articles of Incorporation to read as follows:

#### Article I. Name

The name of the corporation is Surgical Specialties Patient Safety Organization, Inc.

# Article II. Principal Office

The principal street address and mailing address of the corporation is:

11945 San Jose Blvd Suite 300 Jacksonville, Florida 32223

#### Article III. Purpose

The corporation is organized exclusively for charitable, religious, educational and scientific purposes, 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, or the corresponding section of any future federal tax code.

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, 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.

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 any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities permitted to be carried on (a) by a corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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 purpose. Any such assets not so 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 IV. Manner of Election

The manner in which the directors are elected or appointed shall be set forth in the Bylaws of the corporation.

#### Article V. Directors

Reserved.

### Article VI. Registered Agent and Street Address

The name and Florida street address of the registered agent is:

Reznicsek, Fraser, White & Shaffer, P.A. 4230 Pablo Professional Court, Suite 200 Jacksonville, FL 32224

# Article VII. Incorporator

The name and address of the incorporator is:

Stuart M. Schabes 100 Light Street Baltimore, MD 21202

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Required Signature of Registered Agent Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Required Signature of Incorporator Date