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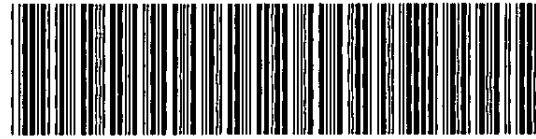
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Date: 8-5-14

Requestor Name: Carlton Fields

Address: Post Office Box 190  
Tallahassee, Florida 32302

Telephone: (850) 224-1585

Contact Name: Kim Pullen

Corporation Name: West Florida Health Plan, Inc.

Entity Number (if applicable):

Authorization: Kim Pullen

☒ Articles of Inc.  
☒ Certified Copy

☐ Plain Copy

☒ Certificate of Status

( ) Call When Ready

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| ✓                                   | NEW FILINGS/OTHER FILINGS | ✓ | AMENDMENTS/REGISTRATION/<br>QUALIFICATION |
|-------------------------------------|---------------------------|---|-------------------------------------------|
| <input checked="" type="checkbox"/> | PROFIT                    |   | AMENDMENT                                 |
|                                     | NONPROFIT                 |   | RESIGNATION OF R.A.,<br>OFFICER/DIRECTOR  |
|                                     | LIMITED LIABILITY         |   | CHANGE OF REGISTERED AGENT                |
|                                     | DOMESTICATION             |   | DISSOLUTION/WITHDRAWAL                    |
|                                     | OTHER                     |   | MERGER                                    |
|                                     | ANNUAL REPORT             |   | FOREIGN CORPORATION                       |
|                                     | FICTITIOUS NAME           |   | LIMITED PARTNERSHIP                       |
|                                     | NAME RESERVATION          |   | REINSTATEMENT                             |
|                                     |                           |   | TRADEMARK                                 |
|                                     |                           |   | OTHER                                     |

**ARTICLES OF INCORPORATION  
OF  
WEST FLORIDA HEALTH PLAN, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit under the laws of the State of Florida as follows:

**ARTICLE I**

**Name, Principal Place of Business, and Mailing Address**

The name of the Corporation is West Florida Health Plan, Inc. (the "Corporation"). The principal place of business and mailing address is One Tampa General Circle, Tampa, FL 33606-3571, Attention: President.

**ARTICLE II**

**Term of Existence**

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State. The Corporation shall have perpetual existence thereafter.

**ARTICLE III**

**Purpose**

The Corporation is organized and shall be operated exclusively for charitable, educational and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code (the "Code"), including, but not limited to:

(A) providing professional medical services to residents and visitors of West Florida; and

(B) establishing, developing, sponsoring, promoting and conducting educational programs, scientific research, medical facilities, management services, and other activities, all in promotion and support of the interests and purposes of the Corporation described in paragraph (A) of this Article.

Except as limited under Article XI of these Articles, the Corporation shall have all powers now or hereafter granted by law and, in addition thereto, shall have all powers lawfully necessary or required to carry out its purposes and objects.

**ARTICLE IV**

**Members**

The qualifications of members and the manner of admission of members shall be as specified in the bylaws of the Corporation.

**ARTICLE V**  
**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 100 S. Ashley Dr., Ste. 400, Tampa, FL 33602, and the name of its initial registered agent at such address is CFRA, LLC.

**ARTICLE VI**  
**Directors**

The Corporation shall have six (6) directors initially. The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least four (4) directors. The name and address of each initial director of the Corporation who shall serve until his or her successor is duly elected and qualified are:

| <u>Name</u>         | <u>Address</u>                            |
|---------------------|-------------------------------------------|
| David A. Straz, Jr. | One Tampa General Circle, Tampa, FL 33606 |
| James R. Burkhart   | One Tampa General Circle, Tampa, FL 33606 |
| Steve Short         | One Tampa General Circle, Tampa, FL 33606 |
| Michael Schultz     | 900 Hope Way, Altamonte Springs, FL 32714 |
| Lewis Seifert       | 900 Hope Way, Altamonte Springs, FL 32714 |
| Brian Adams         | 900 Hope Way, Altamonte Springs, FL 32714 |

**ARTICLE VII**  
**Incorporator**

The name and address of the incorporator signing these articles of incorporation are:

| <u>Name</u>                 | <u>Address</u>                                        |
|-----------------------------|-------------------------------------------------------|
| James J. Kennedy, III, Esq. | 4421 W. Boy Scout Blvd., Ste. 1000<br>Tampa, FL 33607 |

**ARTICLE VIII**  
**Bylaws**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the members of the Corporation in accordance with the bylaws.

**ARTICLE IX**  
**Amendment**

The power to amend these articles of incorporation shall be vested in the members of the Corporation in accordance with the bylaws.

**ARTICLE X**  
**Dissolution**

The Corporation may be dissolved by the unanimous vote of the members. In the event of dissolution, the residual assets of the Corporation shall be distributed equally to each member if, and only if, the member is exempt as an organization described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law ("Exempt Organization"). If the member is not an Exempt Organization at the time of dissolution, then such member shall designate another Exempt Organization to receive its portion of the distributable assets. 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 exclusive public purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XI**  
**Limitations**

**Section 1. Legislative Activity.** No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation.

**Section 2. Political Activity.** The Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of (or in opposition to) any candidate for public office.

**Section 3. Property.** The property, assets, profits, and net income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the Corporation's net earnings shall inure to the benefit of its directors, officers, members, or to the benefit of any private individual.

The undersigned incorporator has executed these articles of incorporation this 4<sup>th</sup> day of August, 2014.

  
\_\_\_\_\_  
James J. Kennedy, III, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this 4<sup>th</sup> day of August, 2014.

Registered Agent

CFRA, LLC,  
a Florida limited liability company

By: \_\_\_\_\_



James J. Kennedy, III, Authorized Agent

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