

NA00001159

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(Address)

(City/State/Zip/Phone #)

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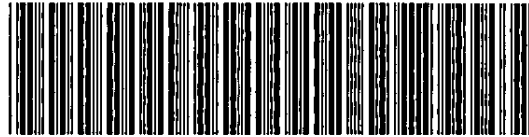
(Business Entity Name)

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PETERSON & MYERS, P.A.

ATTORNEYS AT LAW • SINCE 1948

WINTER HAVEN
(863) 294-3360
FAX (863) 299-5498

P.O. Box 24628
LAKELAND, FLORIDA 33802-4628

HERITAGE PLAZA
225 EAST LEMON STREET, SUITE 300
LAKELAND, FLORIDA 33801
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FAX (863) 682-8031

www.PetersonMyers.com

LAKE WALES
(863) 676-7611 OR (863) 683-8942
FAX (863) 676-0643

December 2, 2014

Certified Mail No. 7014 0150 0001 2259 1161
Return Receipt Requested

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Filing of Articles of Incorporation
Our File No. WCFH11L-1
West Central Florida Healthcare Human Resources, Inc.

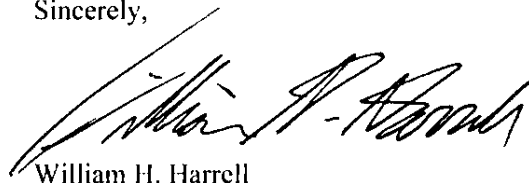
Dear Sir or Madam:

Enclosed for filing please find Articles of Incorporation of West Central Florida Healthcare Human Resources Association, Inc. and Certificate Designating Place of Business or Domicile for the Service of Process. Also enclosed please find my firm check in the amount of \$78.75 representing the filing fee and a requested Certificate of Status.

If you have any questions in regard to this matter, please give me a call at our Lakeland office.

Thank you for your assistance in this regard.

Sincerely,



William H. Harrell

jml
Enclosures (as stated)

M. DAVID ALEXANDER, III
JOHN B. ALLEN
PHILIP O. ALLEN
KEVIN A. ASHLEY
JACK P. BRANDON
JOSHUA K. BROWN
DEBRA L. CLINE

J. DAVIS CONNOR
JACOB C. DYKXHOORN
R. DAVID EVANS
DAVID G. FISHER
JOHN R. GRIFFITH
DAVID E. GRISHAM
WILLIAM H. HARRELL

TIMOTHY E. KILEY
KEVIN C. KNOWLTON
DAVID A. MILLER
CORNEAL B. MYERS
E. BLAKE PAUL
ROBERT E. PUTERBAUGH
THOMAS B. PUTNAM, JR.

DEBORAH A. RUSTER
STEPHEN R. SENN
LOUISE W. SPIVEY
MATTHEW J. VAUGHN
KEITH H. WADSWORTH



COVER LETTER

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

SUBJECT: West Central Florida Healthcare Human Resources, 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: William H. Harrell, Esq.
Name (Printed or typed)

225 East Lemon Street, Suite 300
Address

Lakeland, FL 33801
City, State & Zip

863-683-6511
Daytime Telephone number

wharrell@petersonmyers.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
OF
WEST CENTRAL FLORIDA
HEALTHCARE HUMAN RESOURCES ASSOCIATION, INC.**

The undersigned, acting as the incorporator of **WEST CENTRAL FLORIDA HEALTHCARE HUMAN RESOURCES ASSOCIATION, INC.**, under the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this corporation shall be **WEST CENTRAL FLORIDA HEALTHCARE HUMAN RESOURCES ASSOCIATION, INC.**

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS OF THE CORPORATION**

The address of the principal office of the corporation is 16255 Bay Vista Drive, Clearwater, Florida 33760, and the mailing address is the same.

**ARTICLE III
COMMENCEMENT AND DURATION**

The corporation is to commence its corporate existence effective immediately, and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE IV
PURPOSE**

The corporation shall not be used to gain pecuniary profit for its members or to engage in any acts prohibited by Chapter 617, Florida Statutes. Rather, the corporation is organized as a business league, professional society, or trade association, within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code. The corporation is organized for the purposes of providing a formal organization for West Central Florida healthcare human resources professionals' advancement in the field of healthcare, focusing on healthcare human resources; advancing the understanding and proper application of human resources administration in hospitals and related facilities; establishing standards of ethical conduct and relationships among members of the association; encouraging cooperation among members for the exchange of ideas, the discussion of problems, and the dissemination of information; providing varied programs consistent with the objectives of the Association; providing a process for retaining a third party vendor to conduct a formal salary or salary/benefits survey on a semi-annual basis or as otherwise determined by the Salary Survey Committee; and to actively support the American Society for Healthcare Human Resources Administration and promote membership in the organization. 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.

ARTICLE V **POWERS**

The corporation shall be authorized and empowered to exercise any and all corporate powers conferred by Section 617.0302, Florida Statutes, or the corresponding section of any future Florida law establishing the powers of a not-for-profit corporation, provided such powers are exercised in a manner that is consistent with, and reasonably necessary and incidental to, the objects and purposes of the corporation, as set forth in Article IV hereof. Without limiting the generality of the foregoing, the corporation will possess all the powers ordinarily incident to a business league; to do any and all things necessary to the proper management of its affairs; and to exercise all such other powers, rights, and privileges as are now or hereafter may be confirmed by law upon not for profit corporations organized under the laws of the State of Florida. Notwithstanding any other provision of these Articles, the corporation will not exercise any powers or engage in any activities, other than to an insubstantial extent, that in themselves are not in furtherance of: Section 501(c)(6) of the Internal Revenue Code, its rules and regulations, all as amended now or hereafter, or the purposes of the corporation, as set forth herein.

ARTICLE VI **BOARD OF DIRECTORS**

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The corporation shall have seven (7) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation. The bylaws shall provide the method of election for Directors. The corporation may in its bylaws confer powers upon its Board of Directors in addition to the powers and authorities expressly conferred upon them by statute.

The name and street address of the initial directors are:

Ms. Nikki Daily
16255 Bay Vista Drive
Clearwater, Florida 33760

Mr. Mike Foster
500 7th Avenue South
St. Petersburg, Florida 33701

Mr. Stephen Adams
1324 Lakeland Hills Blvd.
Lakeland, Florida 33805

Ms. Joan Rodriguez
1324 Lakeland Hills Blvd.
Lakeland, Florida 33805

Ms. Ruby Jo Brew
12502 USF Pine Drive
Tampa, Florida 33612

Ms. Susan Zinkel
31975 US Highway 19 N., 2nd Floor
Palm Harbor, Florida 34684

Ms. Laura Hays
801 6th Avenue So., Dept. 00-9510
St. Petersburg, Florida 33701

ARTICLE VII
NO PRIVATE INUREMENT

No part of the net earnings of the corporation shall inure to the benefit of any director, member, trustee, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, trustee, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

ARTICLE VIII
DISTRIBUTIONS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the establishment of a Human Resources scholarship through the University of South Florida, or to a business league which at that time qualifies as an exempt organization under Section 501(c)(6) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

ARTICLE IX
INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of the Corporation in the State of Florida is William H. Harrell, Esq., located at 225 East Lemon Street, Suite 300, Lakeland, Florida 33801.

ARTICLE X
MEMBERS

The corporation shall not have any capital stock and the conditions of membership shall be as stated in the bylaws of the corporation.

ARTICLE XI
AMENDMENT

The Articles of Incorporation may be altered, amended, or rescinded from time to time as and when approved by a majority vote of the Board of Directors.

ARTICLE XII

INDEMNIFICATION

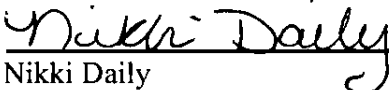
The corporation shall indemnify any officer or director, or any former officer or director, as provided in the bylaws of the corporation.

ARTICLE XIII
INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

Nikki Daily
16255 Bay Vista Drive
Clearwater, Florida 33760

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these Articles of Incorporation this 14 day of November, 2014.



Nikki Daily
as Incorporator

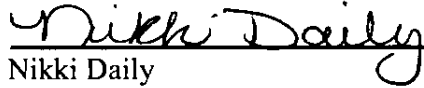
To: The Department of State
Tallahassee, Florida 32304

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 617.0501 of the Florida Not For Profit Corporation Act, the following is submitted:

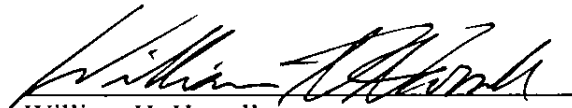
WEST CENTRAL FLORIDA HEALTHCARE HUMAN RESOURCES ASSOCIATION, INC., with its place of business at 16255 Bay Vista Drive, Clearwater, Florida 33760, has named William H. Harrell, Esq., located at 225 East Lemon Street, Suite 300, Lakeland, Florida 33801, as its agent to accept service of process within Florida.

Dated: November 14, 2014.


Nikki Daily
as Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept appointment as its registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated: ~~November~~ 2, 2014.
December


William H. Harrell
Registered Agent

14 DEC -5 AM 8:47
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA