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FLORIDA PROFIT/NON PROFIT CORPORATION  
The Hospice of St. Francis Community Foundation, Inc

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ARTICLES OF INCORPORATION  
OF  
THE HOSPICE OF ST. FRANCIS COMMUNITY FOUNDATION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation (hereinafter referred to as the "Corporation"):

ARTICLE I  
NAME

The name of the Corporation is The Hospice of St. Francis Community Foundation, Inc.

ARTICLE II  
PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is 1250-B Grumman Place, Titusville, Florida 32788.

ARTICLE III  
PURPOSES

The Corporation is organized and shall be operated exclusively for charitable, educational, scientific and religious purposes within the meaning of those terms as used in section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any successor statute thereto (the "Code"), and is operated, supervised and controlled by Hospice of St. Francis, Inc., which is a Florida Not for Profit Corporation that is described in sections 501(c)(3) and 509(a)(1) of the Code. In furtherance of the aforementioned purposes, the Corporation's specific purposes shall include the following:

1. To solicit, collect and receive gifts, bequests, devises or grants of real or personal property, to accept the same subject to such restrictions as may be imposed thereon, from individuals, estates, trusts, associations, corporations or other entities, all to or for the benefit of, or to advance the charitable, educational, scientific and religious purposes of Hospice of St. Francis, Inc.;
2. To hold, invest and administer property and to make expenditures to or for the benefit of, to carry out the purposes of, and to perform the charitable, educational, scientific and religious purposes for which Hospice of St. Francis, Inc. was formed;

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3. To make distributions of assets and funds to organizations that qualify as exempt organizations under section 501(c)(3) of the Code in the furtherance of the purposes set forth herein;
4. To contract with and employ such individuals, consultants and other agents as the Corporation may deem advisable;
5. To adopt and enforce such By-Laws, rules and regulations as the Corporation may from time to time deem advisable for the attainment of its purposes;
6. To acquire, buy, receive, own, lease and enjoy, any and all kinds or types of property, either real, personal or mixed, and to mortgage, sell, exchange, transfer or assign such properties where required in furtherance of the purposes set forth herein; and
7. To exercise any, all and every power which a nonprofit corporation, organized under the provisions of the Florida Not for Profit Act for charitable, educational, scientific and religious purposes, all for the public welfare, can be authorized to exercise, but not any other purpose. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not contribute to, participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Any gifts, grants, scholarships and other awards made by the Corporation shall be given or awarded in such manner as does not violate the restrictions under Code section 501(c)(3).

#### ARTICLE IV USE OF PROPERTY

The Corporation shall operate, and shall receive, hold, use and dispose of its funds and property, after providing for expenses incident to its operation, exclusively for the purposes of its organization. No part of the net earnings or assets of the Corporation shall inure to the benefit of any private individual or other person having a personal and private interest in the activities of the Corporation, except that the Corporation shall be authorized to pay reasonable compensation for necessary services actually rendered to it and to make payments and distributions for the purposes of the organization. No dividends or pecuniary profits or liquidation dividends or distributions shall be declared or paid. Supplementary to the purposes of its organization, the Corporation may engage or participate in any activity, business or enterprise to procure funds for the purposes of the Corporation but only, however, to the extent that such activity, business or enterprise will not jeopardize the tax-exempt status of the Corporation.

ARTICLE V  
SOLE MEMBER; MANNER OF ELECTION OF DIRECTORS

The Corporation shall have one Member. The sole Member shall be Hospice of St. Francis, Inc. The sole Member shall elect the directors of the Corporation, and shall have such other rights and duties, in each case as described in the By-Laws of the Corporation.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is seven, and the names and addresses of the persons who are to serve as the initial directors until their successors be appointed and qualified, and their initial terms, are:

<u>Name</u>	<u>Address</u>	<u>Initial Term</u>
Anthony Hurt	1250-B Grumman Place, Titusville, FL 32788	3
Chris McAlpine	1250-B Grumman Place, Titusville, FL 32788	3
Kim Rodriguez	1250-B Grumman Place, Titusville, FL 32788	2
Theresa Abruzzo-Price	1250-B Grumman Place, Titusville, FL 32788	2
Christine Sylvester	1250-B Grumman Place, Titusville, FL 32788	1
Joseph Killian	1250-B Grumman Place, Titusville, FL 32788	<i>Ex officio</i>
Thomas Grimmer	1250-B Grumman Place, Titusville, FL 32788	1

**ARTICLE VII  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent are: Joseph Killian, 1250-B Grumman Place, Titusville, Florida 32788.

**ARTICLE VIII  
DISSOLUTION**

If the Corporation proves unable to carry out the purpose for which it was created, the Corporation shall be dissolved in accordance with law. 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 to Hospice of St. Francis, Inc. if it shall at the time qualify as an exempt organization under Code section 501(c)(3). If Hospice of St. Francis, Inc. does not at the time of liquidation of the Corporation qualify as an exempt organization under Code section 501(c)(3), the Board of Directors shall dispose of all distributable assets of the Corporation to tax exempt governmental units or to such organization or organizations, as the Board of Directors shall select, which are organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Code section 501(c)(3). If the Board of Directors proves unable to agree upon the disposition of the Corporation's assets, all residual assets shall be surrendered to the Circuit Court located in the county in which the Corporation's principal office is located for disposition by the Court for the benefit of other organizations that are exempt under Code section 501(c)(3).

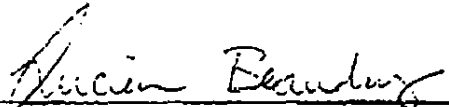
**ARTICLE IX  
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a vote of three-fourths (3/4) of the Board of Directors and shall be approved by the sole Member of the Corporation.

ARTICLE X  
INCORPORATOR

The name and address of the incorporator are: Lucien A. Beaudry, Esq., Reinhart Boerner Van Deuren s.c., 1000 North Water Street, Suite 1700, Milwaukee, Wisconsin 53202.

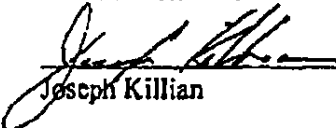
Executed this 23rd day of March, 2015.

  
\_\_\_\_\_  
Lucien A. Beaudry, Esq.

ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT

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

REGISTERED AGENT:

  
\_\_\_\_\_  
Joseph Killian                      3.23.15  
Date

This instrument was drafted by Lucien A. Beaudry, Esq.

Please return this document to:

Tanya Braga, Paralegal  
Reinhart Boerner Van Deuren s.c.  
1000 North Water Street, Suite 1700  
Milwaukee, Wisconsin 53202  
(414-298-1000)

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