

N 15000003419

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

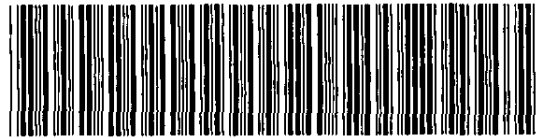
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

624 632.



200269827672

03/26/15--01006--012 \*\*78.75

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
15 MAR 26 AM 10:51  
TALLAHASSEE, FLORIDA  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

FILED  
15 APR -6 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

15  
4/7/15

# AUSLEY & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

123 SOUTH CALHOUN STREET  
P.O. BOX 391 (ZIP 32302)  
TALLAHASSEE, FLORIDA 32301  
(850) 425-5428 FAX (850) 895-3122  
ewaugh@ausley.com

March 26, 2015

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

**VIA HAND DELIVERY**

RE: Emerald Coast IPA, Inc.

Dear Sir or Madam:

Enclosed for filing are the Articles of Incorporation for Emerald Coast IPA, Inc.

We have also enclosed: (1) our firm's check in the amount of \$78.75 for the filing fee and a certified copy, and (2) an extra copy of the Articles to be date-stamped by your office.

Thank you for your assistance. Please call if you have any questions.

Sincerely,



Emily S. Waugh

ESW/jg

Enclosures

FILED  
15 APR -6 AM 9:20  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FILED  
15 APR -6 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

March 27, 2015

AUSLEY & MCMULLEN

SUBJECT: EMERALD COAST IPA, INC.  
Ref. Number: W15000021383

We have received your document for EMERALD COAST IPA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the non profit corporation is being organized.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 615A00006128

RECEIVED  
15 APR -6 PM 2:08  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
EMERALD COAST IPA, INC.**

FILED

15 APR -6 AM 9: 20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

These Articles of Incorporation are hereby made and acknowledged by the undersigned, who desires to form a not-for-profit corporation under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes), as may be amended from time to time (the "**Florida Act**"), who hereby certifies:

**Article 1.  
Name and Principal Office**

The name of this Corporation shall be **EMERALD COAST IPA, INC.** The street address and the mailing address of the initial principal office of the Corporation are:

233 W. 14th Street  
Panama City, Florida 32401

**Article 2.  
Corporate Purposes**

The Corporation shall be a nonprofit organization formed and operated for the purpose of: (a) providing services as an independent medical practice association, (b) providing administrative support and professional services to health care professionals, and (c) providing such other professional, commercial, industrial, and trade association purposes which are not for pecuniary profit and which are permitted under the Florida Act.

**Article 3.  
Powers**

The Corporation shall have and exercise all powers accorded not-for-profit corporations under the laws of the State of Florida which are not in conflict with the Corporation's purposes as provided in Article 2 above. Specifically, no part of the assets or the net earnings of the Corporation shall inure to the benefit of or be distributable to any officer, director, member, or any other person, except that the Corporation shall be authorized and empowered: (a) to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 2 above, (b) to confer benefits upon its members in conformity with the Corporation's purposes, and (c) upon dissolution or final liquidation, to make distributions to its members as permitted by the Florida Act.

**Article 4.  
Incorporator**

The name and street address of the Incorporator of this Corporation are:

**MICHAEL P. MADEWELL**  
1800 Jenks Avenue  
Panama City, Florida 32405

**Article 5.  
Term of Corporate Existence**

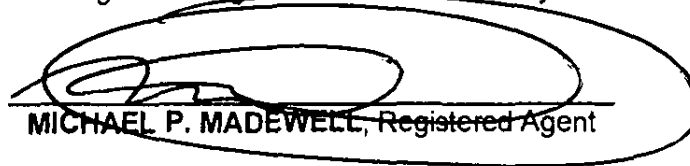
This Corporation shall exist perpetually unless dissolved according to law.

**Article 6.  
Registered Agent and Registered Office**

The name and Florida street address of the initial registered agent in Florida for the Corporation are:

**MICHAEL P. MADEWELL**  
1800 Jenks Avenue  
Panama City, Florida 32405

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

  
**MICHAEL P. MADEWELL**, Registered Agent

**Article 7.  
Board of Directors**

The powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors. The number of directors and the manner and method of election of the Board of Directors shall be as stated in the Bylaws of the Corporation.

FILED  
15 APR -6 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation  
this 2 day of April, 2015.

  
**MICHAEL P. MADEWELL**  
Incorporator

FILED  
15 APR -6 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

h:\esw\emerald coast ipa\docs\articles\articles (040115).doc