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COVER LETTER

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

SUBJECT: North Central Florida Rural Health Network, 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: Gregory Riherd

Name (Printed or typed)

P.O. Box 1238 - 1391 S.W. 11th Street

Address

Live Oak, Florida 32064

City, State & Zip

(386) 362-1837

Daytime Telephone number

geohinchliffe@gmail.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

In Compliance with Chapter 617, F.S., (Not for Profit), and for the purposes of forming a Florida not-for-profit corporation, the undersigned hereby adopt the following Articles of Incorporation.

Article I Name

The name of the corporation shall be: **North Central Florida Rural Health Network, Inc.** For convenience, North Central Florida Rural Health Network, Inc. may be referred to herein as the "Corporation." The Corporation may register the name "North Central Florida Rural Health Network, Inc." or similar term as a fictitious name.

Article II Principle Office

Principal street address: **1391 S.W. 11th Street
Live Oak, FL, 32064**

Mailing address, if different is: **P.O. Box 1238
Live Oak, FL, 32064**

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Article III Purpose

The purpose for which the Corporation is organized is exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and for any other purpose for which such organizations may lawfully engage. Unless otherwise indicated, as used in this Article IV and hereinafter, all references to the "Internal Revenue Code" or "Code" are to the Internal Revenue Code of 1986, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

The general nature and purposes of the Corporation shall be to:

- a. To plan, develop, and facilitate the availability of a continuum of quality health care services, including preventive, primary, secondary, tertiary, and long-term care, is essential to the economic and social vitality of rural communities.
- b. to assist members and local governments in developing the efficient and effective delivery of health care services in Suwannee, Madison, Taylor, Hamilton, and Lafayette Counties by assisting with the integration of public and private resources and the coordination of health care providers.
- c. to identify and help alleviate problems related to the access and delivery of rural health services in Suwannee, Madison, Taylor, Hamilton, and Lafayette Counties .
- d. to help improve the quality of health care and assist in obtaining adequate financing for health care planning, development and delivery.

- e. To assist network members in recruiting and retaining skilled health professionals, to help prevent the migration of patients to urban areas for general acute care and specialty services.
- f. The North Central Florida Rural Health Network, Inc. shall act in the broad public interest and, to the extent possible, be structured to provide a continuum of quality health care services for rural residents through the cooperative efforts of rural health network members in Suwannee, Madison, Taylor, Hamilton, and Lafayette Counties.

Article IV Powers

The Corporation shall have all the powers now provided or which may hereafter be provided for not-for-profit corporations under the laws of Florida and is empowered to do all acts and things as from time to time may be necessary or expedient in order to accomplish its general purposes. Included in these powers, without limitation, are the powers to:

- (a) Receive and maintain a fund or funds of real or personal property, or both, and at the discretion of the Board of Directors (other than funds and other property that is restricted by the terms of a gift) and further subject to restrictions and limitations set forth in these Articles of Incorporation, to use and apply, in whole or in part, any of the principle thereof and income therefrom exclusively for charitable purposes in furtherance of the general purposes of the Corporation, including, without limitation:
 - (i) Requesting, receiving, investing, granting, and expending gifts and bequests of funds and property, taking and holding such gifts and bequests either absolutely or in trust, subject only to any conditions imposed by law or by the terms of the gift; provided however, that the Corporation shall not lend any of its assets to any director or officer of the corporation, or guarantee to any person the payment of a loan by a director or officer of the Corporation;
 - (ii) Buying, selling, leasing, conveying, and disposing of its property and investing or reinvesting the proceeds therefrom;
 - (iii) Borrowing sums of money in order to accomplish the general purposes of the Corporation, subject to the approval of the terms and conditions of such borrowing by the Board of Directors of the corporation as provided in the bylaws, and further subject to the limitation that no trust assets held by the Corporation may be pledged or committed in a manner that would violate the terms of the trust instrument, if any, under which such assets are held;
 - (iv) Retaining or disbursing and distributing property and funds in furtherance of the general purposes of the Corporation and the specific directions, if any, of donors with regard to property donated by them, except where such directions would impair the classification of the corporation as an

exempt non-profit organization under the laws of the United States of America or the State of Florida; and

- (v) In general, executing such other powers which are now or hereafter may be conferred by law on a corporation organized for the purposes hereinabove set forth, or necessary and incidental to the furtherance of the general purposes of the Corporation, subject only to such limitations as are or may be prescribed by law.
- (b) Employ and pay, and suffer to work, such agents, employees, servants, and other persons, both technical and lay, as shall be necessary to accomplish the above purposes; to acquire by purchase, gifts, donations, and endowments, and hold real and personal property and to apply the same and its increment to the purposes hereof;
- (c) Sell, assign, transfer, convey, mortgage, pledge, lease, and otherwise encumber property of the Corporation; to borrow money and execute its promissory note or notes to evidence the same, and to secure the repayment of such loans by pledge or mortgage;
- (d) Encumber its property in the manner and manners set forth above;
- (e) To subscribe for, purchase, receive, own, hold for investment or otherwise, sell dispose of and make advances upon stocks, shares, bonds, securities and obligations of other corporations, partnerships and associations whatsoever, wherever located, or organized, and while the owner or holder of any such stocks, bonds, or obligations, to exercise all the rights, powers and privileges of ownership thereof, and to exercise all or any voting powers thereof; and
- (f) To do any and all things which corporations not-for-profit are authorized to do under the laws of the State of Florida; provided, however, that the corporation shall not carry on activities not permitted to be carried on:
 - (i) By a corporation exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue Code; or
 - (ii) By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Article V Board of Directors

The management and the affairs of the Corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the Corporation shall be defined by statute and the bylaws. The number of members of the Board of Directors shall be as stated in the bylaws, but in no event shall consist of fewer than three (3). Qualifications for membership on the Board of Directors, and election procedures, terms of service, powers and duties of the directors of the Corporation shall be as set forth in the bylaws. Where not inconsistent with Chapter 617, Florida Statutes (or any successor statute), and the express provisions of these

Articles of Incorporation, the Board of Directors shall have all rights, powers and privileges prescribed by law for directors of corporations for profit.

Article VI Officers

The day-to-day affairs of the Corporation shall be managed by a President, Secretary, and Treasurer, and such other officers as stated in the bylaws of the Corporation, which officers may, from time to time, be elected or appointed by the Board of Directors. Each officer shall be chosen by the Board of Directors at its annual meeting, except that any vacancy resulting from death, resignation, removal, disqualification, or any other cause may be filled by the Board of Directors at the next special meeting called for that purpose. Each officer, whether chosen at an annual meeting of the Board of Directors, or at a special meeting to fill a vacancy, shall hold office until the next annual meeting and until his successor shall have been chosen and qualified, or until such officer's death, resignation, or removal. Duties of such officers shall be those as are from time to time set forth in the bylaws. The Board of Directors or the President, from time to time may appoint such subordinate officers or agents as the Board of Directors or the president may deem necessary or advisable to hold office for such period, have such authority and perform such duties as the Board of Directors or the President, shall from time to time determine.

INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: George L. Hinchliffe - Director - President
Address: 1391 S.W. 11th Street
Live Oak, FL 32064

Name and Title: Richard Huth - Director - Vice President
Address: 1100 11th St SW
Live Oak, FL 32064

Name and Title: Helen Miller - Director - Secretary
Address: 10363 Bridge Street
White Springs, FL 32096

Name and Title: Kerry Waldron - Director - Treasurer
Address: 915 Nobles Ferry Road
Live Oak, FL 32064

Name and Title: Donna Hagan - Director
Address: 1336 S.W. Grand Street
Greenville, FL 32331

Name and Title: Mark Lander - Director
Address: 217 NE Franklin St
Lake City, FL 32055

Name and Title: Kim Allbritton - Director
Address: 218 SW Third Ave
Madison, FL 32340

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Name and Title: Padriac Juarez - Director
Address: 1215 N Peacock Ave
Perry, FL 32347

Name and Title: Anita Riles - Director
Address: 1014 NW 57th Street
Gainesville, FL 32605

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Article VII Amendments to Articles of Incorporation

The Articles of Incorporation may be altered, amended, or rescinded by the members in the manner provided for in the bylaws.

Article VIII Bylaws

The bylaws shall be adopted by the members, and may be altered, amended, or rescinded by the members in the manner provided for by law.

Article IX Earnings

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation to any person or organization for services rendered, to reimburse directors and officers of the Corporation for expenses incurred by them in the performance of their duties, and to pay salary supplements and expense allowances to officers and employees of the Corporation and to otherwise make payments and distributions in furtherance of the purposes hereinbefore set forth in Article IV.

Article X Dissolution

No member of the Corporation shall have any ownership or propriety interest in the capital, surplus, assets, or property of the Corporation. In the event of liquidation, dissolution, or winding up, whether by voluntary act, bankruptcy or other judicial proceeding, all capital, surplus, property, assets, and funds of the Corporation remaining after paying all its debts and legal obligations shall be disposed of exclusively for the purposes of the Corporation in such manner, or conveyed, transferred, and paid over according to law. Any such assets not so disposed of shall be disposed of by the Circuit court for Suwannee County, Florida, or, if the principle office of the Corporation is not located in Suwannee County, Florida, then by a court of competent jurisdiction in which the principle office of the Corporation is then located, in the exercise of the Court's equity jurisdiction over charitable trusts, preference being given, so far as practicable and permissible, to a tax exempt organization that meets, to the extent practicable, the purposes set forth in Article III. None of the assets of the Corporation shall be distributed to any director, or officer, or any member of the Corporation, or any other person or organization not described in the foregoing sentence.

Article XI Registered Agent

The name and Florida street address
(P.O. Box NOT acceptable) of the registered agent is:

Name: George L. Hinchliffe
Address: 1391 S.W. 11th Street
Live Oak, FL 32064

Article XII Incorporator

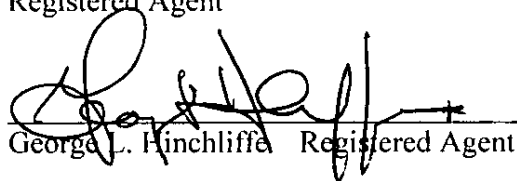
The name and address of the Incorporator is:

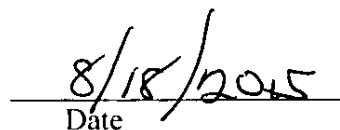
Name: Gregory J. Riherd
Address: 1391 S.W. 11th Street, P.O. Box 1238
Live Oak, FL, 32064

Article XIII Effective Date

Effective date, if other than the date of filing:

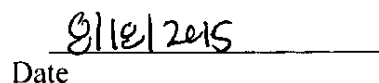
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity Required Signature of Registered Agent


George L. Hinchliffe Registered Agent


Date

IN WITNESS WHEREOF, I the incorporator submitting these Articles of Incorporation, do affirm that the facts stated herein are true and that I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following the formation of the corporation and every year thereafter to maintain "active" status.


Gregory J. Riherd Incorporator


Date

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