

N17000 003 624

(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



900336037719

FILED
SECRETARY
DIVISION OF C
2019 OCT 31 PM 12:31

10/31/19--01010--004 **55.00

Amended
Restated
Art
12/16/19
DC

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Medical Staff of Putnam Community Medical Center, Inc.

DOCUMENT NUMBER: N17000003624

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Darrel Wyatt, M.D.

Name of Contact Person

Medical Staff of Putnam Community Medical Center, Inc.

Firm/ Company

700 Zeagler Dr. STE 9

Address

Palatka, Fl. 32177

City/ State and Zip Code

medicalstaff.pcmc@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Darrel Wyatt, M.D. at (386) 325-1629

Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- ☒ \$35 Filing Fee
 ☐ \$43.75 Filing Fee & Certificate of Status
 ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
 ☐ \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

AMENDED AND RESTATED ARTICLES OF INCORPORATION

MEDICAL STAFF OF PUTNAM COMMUNITY MEDICAL CENTER, INC.

Article I: The name of the corporation shall be "Medical Staff of Putnam Community Medical Center, Inc.

Article II: The principal address of the corporation is 611 Zeagler Drive, Palatka, FL 32177

Article III: The corporation is organized to provide a non-profit legal entity to process the financial affairs of the Medical Staff of Putnam Community Medical Center (PCMC). Said corporation is organized exclusively for charitable, educational, benevolent, and scientific purposes. The corporation may make grants to other 501 (3) (c) organizations, but may also make direct contributions to needy individuals as determined by the members or the Board of Directors. No part of the assets of the corporation may inure to the benefits of the members, except whereby the member is deemed to be a "needy individual", as a result of illness, disease, tragedy, accident, or terrorism, and approved by a 4/5 vote of the membership or Board of Directors; in which case, the member shall be treated as any other "needy individual". Members may be reimbursed for reasonable and ordinary expenses incurred on the behalf of the corporation.

Article IV: The officers and directors of the corporation shall be elected in accordance with the "Putnam Community Medical Center Medical Staff Bylaws" as currently amended by the medical staff. Members of the active medical staff, in good standing shall be voting members of the corporation. The Chief of Staff of the Medical Staff of PCMC, shall be deemed the President of the corporation. The Vice Chief of Staff of the Medical Staff of PCMC, shall be deemed the Vice-President of the corporation. The Secretary-Treasurer of the Medical Staff of PCMC shall be deemed the Secretary-Treasurer of the corporation. The meetings (including the annual meeting) of the PCMC medical staff shall be deemed meetings of the corporation, without a separate call to order or notice of meeting. The other elected members of the Medical Executive Committee of PCMC, shall be deemed to be members of the Board of Directors, without separate election. The officers of the corporation and the members of the board may be removed in accordance with the PCMC Medical Staff Bylaws, as amended; or by a vote of 2/3 of the members.

Article V: The Officers and Directors:

ELDICK, MOUSTAFA, MD
PRESIDENT
899 SUMMIT ST.
CRESCENT CITY, FL 32112

KUMAR, RAMESH MD
VICE-PRESIDENT
611 ZEAGLER DRIVE
PALATKA, FL 32177

WYATT, DARREL, MD
SECRETARY-TREASURER
700 ZEAGLER DR.
PALATKA, FL 32177

HOOD III, BOLD ROBIN MD
DIRECTOR
611 ZEAGLER DRIVE
PALATKA, FL 32178

SALZMAN, CHRIS, MD
DIRECTOR
414 ZEAGLER DR.
PALATKA, FL 32177

MILES, DAWN SHEPHERD DPM
DIRECTOR
320 ZEAGLER DR STE B
PALATKA, FL 32177

KALEEM, MOHAMMAD MD
DIRECTOR
700 ZEAGLER DR, STE 2
PALATKA, FL 32177

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2019 OCT 31 PM 12:31

Article VI. Registered Agent.
The initial Registered Agent is:
Darrel Wyatt, MD
700 Zeagler DR STE 9
Palatka, FL 32177

Article VII: The name and address of the Incorporator
Darrel Wyatt, MD
700 Zeagler DR STE 9
Palatka, FL 32177

Article VIII: The date of effectiveness shall be the date of filing.

Article IX: Dissolution

This corporation may be dissolved in accordance with law, or by 2/3 majority of the membership or 4/5 majority of the Board of Directors. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Furthermore, since aggressive spending or grant making, may be viewed as a "de facto" dissolution of the corporation, the Board of Directors shall be limited in their ordinary business (which requires a simple majority) to spend or grant no more than 25% of the annual contributions or income, of the immediately preceding calendar year, or 15% of the total assets of the immediately preceding calendar year, (whichever is greater) in any one calendar year. This limit may be exceeded only by the same majority required for dissolution (2/3 majority of the membership or 4/5 majority of the Board of Directors). This particular Article IX Dissolution may only be changed by the 2/3 majority of the membership or 4/5 majority of the Board of Directors.

Article X: Authority Vested in the Board of Directors

The members grant full authority to the Board of Directors, as described herein, to conduct the affairs of the corporation, including investment and disbursement of assets, and amendments to these Articles of Incorporation.

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

23 OCT 2019

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Required Signature of Incorporator

23 OCT 2019

Date

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)


Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 23 OCT 2019 _____

Signature  _____
(by the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Darrel Wyatt, M.D.

(Typed or printed name of person signing)

Secretary Treasurer

(Title of person signing)