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FLORIDA DEPARTMENT OF STATE Division of Corporations

April 19, 2017

#### BENJAMIN P. SHENKMAN, ESQ. 1035 S. STATE ROAD 7, STE. 312 WELLINGTON, FL 33414

SUBJECT: FOUNDATION FOR HEALTHCARE INITIATIVES, INC. Ref. Number: W17000033789

We have received your document for FOUNDATION FOR HEALTHCARE INITIATIVES, 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 Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

Please return 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.

DANIEL L O'KEEFE Regulatory Specialist II

Letter Number: 617A00007657

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www.sunbiz.org

#### COVERLETTER

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

## FOUNDATION FOR HEALTHCARE INITIATIVES, 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

BENJAMIN P. SHENKMAN, ESQ. FROM:

Name (Printed or typed)

1035 S. STATE ROAD 7, STE. 312

Address

WELLINGTON, FL 33414

City, State & Zip

561-227-1575

ī

Daytime Telephone number DHOWEC AIRAMID.COM

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

NOTE: Please provide the original and one copy of the articles.  $\gamma$ 

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### GONZALEZ, SHENKMAN & BUCKSTEIN PL

ATTORNEYS AT LAW

Francisco J. Gonzalez Benjamin P. Shenkman Brian D. Buckstein Wellington Reserve 1035 South State Road 7, Suite 312 Wellington, Florida 33414 www.gsblawfirm.com Tel. 561-227-1575 Fax 561-227-1574

April 27, 2017

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

> Re: Foundation for Healthcare Initiatives, Inc. Ref. Number W17000033789

Dear Sir or Madam:

I have enclosed the original Articles of Incorporation for the above entity together with your correspondence dated April 19, 2017. I am the attorney for the incorporator.

The principal office address for this corporation is: <u>12240 Tillinghast Circle, Palm</u> <u>Beach Gardens, FL 33418</u>.

Kindly process the filing of the attached Articles and provide me with a certified copy. Feel free to contact me if you have any questions.



Enclosures

## **Articles of Incorporation**

## Foundation for HealthCare Initiatives, Inc. A Florida Not for Profit Corporation

I, the Incorporator, adopt these Articles of Incorporation to form a not for profit corporation under the Florida Not for Profit Corporation Act, as set forth in Chapter 617, Florida Statutes.

### Article One Name

The name of the not for profit corporation is FOUNDATION FOR HEALTHCARE INITIATIVES, INC.

#### Article Two Registered Agent and Office

The name of the initial registered agent and registered office in the State of Florida are:

BENJAMIN P. SHENKMAN 1035 S. State Road 7, Ste. 312 Wellington, Florida 33414

#### Article Three Name and Address of the Incorporator

The name and residence of the Incorporator is:

DEBRA K. HOWE 12240 Tillinghast Circle Palm Beach Gardens, Florida 33418

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#### Article Four Duration

The corporation's duration is perpetual, beginning on the date of filing these Articles of Incorporation by the Department of State.

#### Article Five Purposes

The not for profit corporation is organized and will be operated exclusively for general charitable and educational purposes as set forth in Internal Revenue Code Section 501(c)(3) including, for these purposes, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

#### Article Six Dissolution

When the not for profit corporation dissolves, the Board of Directors will, after paying or making provision for the payment of all liabilities of the corporation, distribute all corporation assets to one or more organizations organized and operated exclusively for educational purposes that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3).

#### Article Seven Restrictions

No part of the net earnings or assets of the not for profit corporation will inure to the benefit of, or be distributable to, its director, officers or any other private persons. But the not for profit corporation may pay reasonable compensation for services provided and make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.

No part of the activities of the not for profit corporation may include propagandizing or influencing legislation as defined in Internal Revenue Code Section 4945. The not for profit corporation may not participate in, or intervene in (including the publishing or distributions of statements) any political campaign on behalf of any candidate for public office.

The not for profit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

as a corporation exempt from federal tax under Internal Revenue Code Section 501(c)(3);

as a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2); or

as a not for profit corporation organized under the laws of State of Florida.

The not for profit corporation must distribute its income for each tax year at a time and in a manner to avoid the tax on undistributed income imposed by Internal Revenue Code Section 4942. Furthermore, the not for profit corporation must not:

engage in any act of self-dealing as defined in of the Internal Revenue Code Section 4941(d);

retain any excess business holdings as defined in of the Internal Revenue Code Section 4943(c);

make any investments in a manner that would subject it to tax under of the Internal Revenue Code Section 4944; or

make any taxable expenditures as defined in of the Internal Revenue Code Section 4945(d).

#### Article Eight Board of Directors

The not for profit corporation is organized on a non-stock basis and will have no members. The Board of Directors will have authority for all affairs of the not for profit corporation and may exercise all powers of the not for profit corporation as permitted by federal law, state law, and the Articles of Incorporation and By-Laws of the not for profit corporation as in effect from time to time.

The number of directors to constitute the first Board of Directors is one. After this initial Board of Directors is organized, it may change the number of directors in the manner provided in the By-Laws and consistent with the laws of the State of Florida.

The initial member of the Board of Directors is:

DEBRA K. HOWE 12240 Tillinghast Circle Palm Beach Gardens, Florida 33418

### Article Nine By-Laws

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors shall adopt, amend, and repeal from time to time, the By-Laws of the not for profit corporation.

### Article Ten Amendments

The not for profit corporation may amend the Articles of Incorporation in the manner provided by the laws of the State of Florida. But no amendment may authorize the Board of Directors to conduct the affairs of the not for profit corporation in any manner or for any purpose contrary to the provisions of of the Internal Revenue Code Section 501(c)(3).

### Article Eleven Miscellaneous

All general or specific references to the Internal Revenue Code are to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States revenue law. Similarly, any general or specific references to the laws of the State of Florida are to the laws of the State of Florida as now in force or later amended.

IN WITNESS WHEREOF, the Articles of Incorporation are signed on 201, ..., 2017.

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# Acceptance of Resident Agent for the Service Of Process

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Having been named to accept service of process for the above stated corporation, at the place designated in the Articles of Incorporation, I hereby 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 obligations of my position as registered agent.

BÉNJAMIN P. SHENKMAN, ESQ. Registered Agent Dated:

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