

N17000012008

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

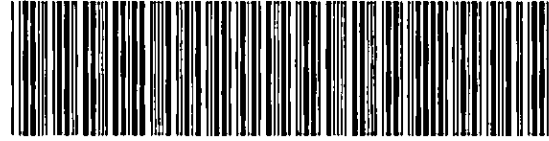
(Business Entity Name)

(Document Number)

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2019 JAN 23 A 7:20

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

FHHMC Physician Dues Account, Inc.

NAME OF CORPORATION: \_\_\_\_\_

N17000012008

DOCUMENT NUMBER: \_\_\_\_\_

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

Please return all correspondence concerning this matter to the following:

John K. McClure

\_\_\_\_\_  
(Name of Contact Person)

McClure & Loboizzo

\_\_\_\_\_  
(Firm/ Company)

211 S. Ridgewood Drive

\_\_\_\_\_  
(Address)

Sebring, Florida 33870

\_\_\_\_\_  
(City/ State and Zip Code)

diana.hall2@ahss.org

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

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For further information concerning this matter, please call:

Catie Gunter

(863)

402-1888

at

\_\_\_\_\_  
(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

Articles of Amendment  
to  
Articles of Incorporation  
of

FHHMC Physician Dues Account, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N17000012008

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

N/A

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**

N/A

*(Principal office address **MUST BE A STREET ADDRESS**)*

**C. Enter new mailing address, if applicable:**

N/A

*(Mailing address **MAY BE A POST OFFICE BOX**)*

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

*Name of New Registered Agent:* N/A

*(Florida street address)*

*New Registered Office Address:*

N/A

Florida

*(City)*

*(Zip Code)*

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

N/A

*Signature of New Registered Agent, if changing*

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

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**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

\*\*\*\*\*SEE ATTACHED\*\*\*\*\*

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CLERK OF SUPERIOR COURT  
MICHIGAN

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

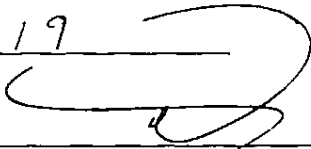
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**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 1-14-19

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)

Dennis Bassetti  
(Typed or printed name of person signing)

President  
(Title of person signing)

2019 JAN 23 A 7:20  
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**ARTICLES OF INCORPORATION OF  
FHHMC PHYSICIAN DUES ACCOUNT, INC.  
(a Florida Not For Profit Corporation)**

The undersigned person, acting as incorporator of a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation not-for-profit pursuant to Chapter 617, Florida Statutes:

**SECTION ONE  
NAME AND ADDRESS**

The name of the corporation is FHHMC PHYSICIAN DUES ACCOUNT, INC.; the corporate address is 4200 Sun 'n Lake Blvd., Sebring, Florida 33872.

**SECTION TWO  
SPECIFIC AND GENERAL PURPOSES  
CORPORATE POWERS**

The corporation is a not for profit corporation social club membership organization organized exclusively for professional and charitable purposes, substantially all of the activities of which are for such purposes and no part of the net earnings of which inures to the benefit of any private shareholder, in accordance with the exemption requirements stated under section 501(c)(7) of the Internal Revenue Code, or corresponding section of any future federal tax code. The purpose for which the corporation is organized is to act as a repository for medical staff dues, provide for charitable distributions and provide for legal representation.

(1) The specific and primary purposes for which this corporation is formed, is to act as a repository for medical staff dues, payment of medical staff services, charitable distributions and legal representation.

(2) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

(3) The Corporation shall possess all powers granted corporations not-for-profit under the laws of the State of Florida and shall be subject to all restrictions imposed upon such corporations and in addition thereto the following restrictions shall pertain:

(4) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make expenditures in furtherance of the purposes set forth in Section 2 hereof.

**SECTION THREE  
DURATION**

The corporation shall have perpetual duration.

**SECTION FOUR  
MEMBERSHIP**

The corporation shall have a membership distinct from the Board of Directors. Membership shall be open to all persons who are interested in furthering the purposes of this corporation as set forth in Section Two. Membership status shall be determined by the Board of Directors in the adoption of Bylaws and Amendments thereto from time to time, and may embrace the qualifications for active, honorary, sustaining and lifetime membership, and establish membership fees therefor.

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**SECTION FIVE**  
**REGISTERED OFFICE; REGISTERED AGENT**

The street address of the initial registered office of the corporation is 4200 Sun 'n Lake Blvd., Sebring, Florida 33872. The name of the registered agent at such address is Pankaj J. Patel, MD.

**SECTION SIX**  
**BOARD OF DIRECTORS**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall be at least THREE (3); provided, however, that such number may be changed by a Bylaw duly adopted pursuant to the Bylaws of this corporation.

The directors named in this certificate of incorporation as the first Board of Directors shall hold office until the first meeting of members, to be held on June 1, 2018, at 10:00 a.m., at 4200 Sun 'n Lake Blvd., Sebring, Florida 33872, at which time an election of directors shall be held in accordance with the Bylaws of this corporation.

Annual meetings shall be held at 4200 Sun 'n Lake Blvd., Sebring, Florida 33872, on the 1<sup>st</sup> day in June of each year, beginning in 2019, at the principal office of the corporation, or such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all the members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall describe the action taken, contain the signature of each director or directors, be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous written consent of the Board of Directors without a meeting and that

the Articles of Incorporation of this corporation authorize the Board of Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the persons who are to serve as the initial Directors are as follows:

<u>Name</u>	<u>Address</u>
Dennis Bassetti, MD	4200 Sun 'n Lake Blvd. Sebring, Florida 33872
Pankaj J. Patel, MD	4200 Sun 'n Lake Blvd. Sebring, Florida 33872
Dini Rada, MD	4200 Sun 'n Lake Blvd. Sebring, Florida 33872

**SECTION SEVEN  
INITIAL OFFICERS**

The Board of Directors shall elect the following officers: President, Vice President, Secretary, Treasurer, and such other officers as the Bylaws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

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<u>Officer</u>	<u>Name and Address</u>
President	<b>Dennis Bassetti, MD</b> -4200 Sun 'n Lake Blvd., Sebring, Florida 33872
Vice President	<b>Pankaj J. Patel, MD</b> -4200 Sun 'n Lake Blvd., Sebring, Florida 33872
Secretary/Treasurer	<b>Dini Rada, MD</b> -4200 Sun 'n Lake Blvd., Sebring, Florida 33872

**SECTION EIGHT  
INCORPORATOR**

The name and street address of the Incorporator of these Articles of Incorporation is Dennis Bassetti, MD, 4200 Sun 'n Lake Blvd., Sebring, Florida 33872.

**SECTION NINE  
ADOPTION AND MODIFICATION OF BYLAWS**

The Bylaws of the Corporation shall be as adopted by the first Board of Directors. Subject to the limitations contained in the Bylaws and any limitations set forth in the laws of the State of Florida, the Bylaws of this corporation may be altered, rescinded, added to, or new Bylaws may be adopted, either by resolution of the Board of Directors or by following the procedure set forth therefore in the Bylaws.

**SECTION TEN  
ACCEPTANCE OF GIFTS**

The Board of Directors may from time to time on behalf of the corporation accept gifts of money or securities upon such terms as they shall approve, and may hold such cash or securities in the name of the corporation or of such nominee or nominees as the Board of Directors may appoint, and may collect and receive the income of such gifts and devote the principal or income of such gifts to such benevolent or charitable purposes within the scope of the activities of the corporation as the Board of Directors may determine.

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**SECTION ELEVEN  
AMENDMENT**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by majority vote of the Board of Directors and shall be subject to ratification and approval by a majority of the membership voting at any regular or special meeting in which a quorum is present, provided that written notice of such meeting containing the text of proposed amendments be furnished each member not less than ten days prior to such meeting.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of the State of Florida, have executed these Articles of Incorporation on September 10, 2018.

  
\_\_\_\_\_  
DENNIS BASSETTI, MD, Incorporator

STATE OF FLORIDA  
COUNTY OF HIGHLANDS

THE FOREGOING Articles of Incorporation were acknowledged before me this 10<sup>th</sup> day of September, 2018, by DENNIS BASSETTI, MD, [ ] who is personally known to me, or [ ] who presented \_\_\_\_\_ as photo identification.

2019 Jun 23  
7/11/2019

Rebecca Farrens  
Printed Name: Rebecca Farrens  
Commission No.: 66214345  
Commission Expires: 8/26/2022  
Notary Public, State of Florida at Large



ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above stated nonprofit corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

DATED this 17 day of August, 2018.

\_\_\_\_\_  
PANKAJ J. PATEL, MD

STATE OF FLORIDA  
COUNTY OF HIGHLANDS

THE FOREGOING Acceptance of Registered Agent was acknowledged before me this 17<sup>th</sup> day of August, 2018, by PANKAJ J. PATEL, MD, [] who is personally known to me or [] who produced \_\_\_\_\_ as photo identification.

2018 JAN 17 11:21 AM



FRED J JULIANO III  
Commission # GG 196144  
Expires March 18, 2022  
Bonded thru Budget Notary Services

\_\_\_\_\_  
Printed Name: Fred J Juliano III  
Commission No.: GG196144  
Commission Expires: 3/18/22  
Notary Public, State of Florida at Large

(Affix notarial seal)