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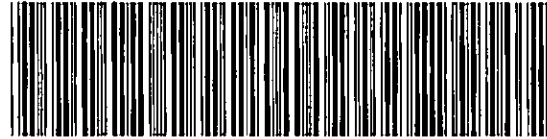
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DEC 29 2017

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# LAW OFFICES OF CURTIS & ASSOCIATES PA

C. WILLIAM CURTIS III  
JAIME COUNCIL  
ROSE SHABO ALBERRE

BILL.CURTIS@CURTISFIRM.COM

December 27, 2017

*Via FedEx (Tracking 771089965774)*

Department of State  
Division of Corporations  
Attention: Corporate Filings  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Articles of Incorporation of Florida Cardiovascular Quality Network Foundation, Inc., a Florida not for profit corporation

To Whom It May Concern:

We represent the Florida Cardiovascular Quality Network Foundation, Inc. and serve as its Registered Agent. Enclosed please find the Articles of Incorporation for filing with the Division of Corporations as a Florida Not for Profit Corporation; along with our check in the amount of \$87.50 to cover the costs of the filing fee; designation of Registered Agent; Certificate of Status; and a Certified Copy.

Please call our office if you have any questions.

Yours Truly,



C. William Curtis III

Enclosures

cc: Client  
CWC:dab

FILED  
17 DEC 28 PM 12:21  
CLERK OF CIRCUIT COURT  
JACKSONVILLE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
FLORIDA CARDIOVASCULAR QUALITY NETWORK FOUNDATION, INC.  
a Florida not for profit corporation**

In compliance with the requirements of Florida Statutes, Sections 617.01201, 617.02011, 617.0202 and 617.0203, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a Florida not for profit corporation.

**ARTICLE ONE – NAME**

The name of the Corporation is FLORIDA CARDIOVASCULAR QUALITY NETWORK FOUNDATION, INC.

**ARTICLE TWO – PRINCIPAL OFFICE AND ADDRESS**

The address of the principal office of the Corporation is 3948 Third Street South, Suite 321, Jacksonville Beach, Florida 32250, and the mailing address of the Corporation is 3948 Third Street South, Suite 321, Jacksonville Beach, Florida 32250.

**ARTICLE THREE – DURATION**

The term of existence of the Corporation is perpetual; and the corporate existence will commence on the effective date of December 28, 2017.

**ARTICLE FOUR – PURPOSE**

The purposes for which this Corporation is formed are as follows:

- a. This Corporation is not organized, nor shall it be operated, for the pecuniary gain or profit of any individual or group of individuals through distribution of gains, profits, or dividends to any person. The property, assets, profits, and net income of this Corporation are irrevocably dedicated for charitable purposes, and no part of its profits or net income shall ever inure to the benefit of any director, officer, member, or private individual. Upon the dissolution or winding up of this Corporation, its assets remaining after payment or provision for payment of all debts and liabilities shall be contributed as a gift to benefit not for profit organizations that serve purposes similar to this Corporation's purposes.
- b. This Corporation is organized and shall be operated as a not for profit corporation exclusively for public charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- c. The specific purpose for which this Corporation is formed will be to research methods, using outcomes based research, to improve physicians' and other

providers' utilization of cardiology practice guidelines for optimal quality, as established and endorsed by the American College of Cardiology, at the point of patient care.

- d. The general purposes and powers are:
  - (1) To promote cardiovascular health and improved cardiovascular health care.
  - (2) To receive and collect donations and grants on behalf of the Corporation.
  - (3) To utilize funds to operate the Corporation so that it may achieve the purposes set forth herein.
  - (4) To enter into, make, perform, and carry out contracts of every kind for any lawful purpose and without limit on amount, with any person, firm, or corporation.
  - (5) To do all other acts necessary or expedient for the administration of its affairs and attainment of its purposes.
  - (6) All lawful purposes of a not for profit corporation.
- e. Notwithstanding any of the foregoing powers, this Corporation shall not, except to any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its primary purposes.

#### **ARTICLE FIVE – DIRECTORS**

The business and affairs of this Corporation shall be governed by its Board of Directors. The initial members of the Board of Directors shall be A. Allen Seals, MD, FACC; Dean Bramlet, MD, FACC; Paul Ziajka, MD, FACC; Hal Applebaum, MD, FACC; Seth Baum, MD, FACC; Kim St Clair, ARNP, AACC; and James Campbell, MD, FACC. The number of Directors, their qualifications, and the procedure for their selection and removal shall be governed by the Bylaws of this Corporation. The Board of Directors shall elect officers at its initial meeting. Until the initial meeting, the President of the Corporation and Chairman of the Board of Directors shall be A. Allen Seals, MD, FACC. The numbers and titles of officers, their qualifications, powers and responsibilities, and the procedure for their selection and removal shall be governed by the Bylaws of this Corporation.

#### **ARTICLE SIX – REGISTERED OFFICE OR AGENT**

The initial registered office of the Corporation shall be located at 701 Market Street, Unit 109, St. Augustine, Florida 32095. The initial registered agent of the Corporation at that address shall be the Law Offices of Curtis & Associates, P.A., 701 Market Street, Unit 109, St. Augustine, Florida 32095.

#### **ARTICLE SEVEN – INCORPORATOR**

The name and street address of the incorporator of these articles of incorporation is: C. William Curtis III, Esq., 701 Market Street, Unit 109, St. Augustine, Florida 32095.

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

The undersigned has executed these articles of incorporation on December 27, 2017.

  
C. William Curtis, III, Incorporator

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 617.0501 THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: FLORIDA CARDIOVASCULAR QUALITY NETWORK FOUNDATION, INC.
2. The name and address of the registered agent and office is: Law Offices of Curtis & Associates, P.A., 701 Market Street, Unit 109, St. Augustine, Florida 32095.

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Law Offices of Curtis & Associates, P.A.



C. William Curtis III  
Its: President

Date: December 27, 2017