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**FLORIDA PROFIT/NON PROFIT CORPORATION
GULF COAST BIOLOGICS, INC.**

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**ARTICLES OF INCORPORATION
OF
GULF COAST BIOLOGICS, INC.
(A Florida Not For Profit Corporation)**

I, the undersigned incorporator, for the purpose of incorporating and organizing a corporation under the Florida Not For Profit Corporation Act (the "Act"), do hereby execute the following Articles of Incorporation, and certify as follows:

**ARTICLE I
NAME**

The name of the corporation shall be: GULF COAST BIOLOGICS, INC. (the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation shall be 4331 Veronica Shoemaker Boulevard, Suite 4, Fort Myers, Florida 33916.

**ARTICLE III
PURPOSES**

1. The Corporation is organized and shall operate exclusively for charitable, educational, religious, literary and scientific purposes; including, without limitation, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any corresponding provisions of succeeding law) (the "Code"), transfers to which are deductible for income and death tax purposes pursuant to the provisions of sections 170(a) and 2055(a) of the Code, and the Corporation may engage in only such activities permitted under the laws of the State of Connecticut and the United States of America as shall constitute activities in furtherance of such exempt charitable, educational, religious, literary and scientific purposes. In furtherance of such purposes, it may promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on such activities.

2. As a means and incidental to accomplishing the purposes for which the Corporation is being organized, it shall have the following powers:

(a) to accept, acquire, receive and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever nature or description and wherever situated;

(b) to sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the Corporation may require, subject to such limitations as may be prescribed by law; and

(c) to borrow money and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the Corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the Corporation, and to secure the payment of any

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such obligations by mortgages, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the Corporation, wherever situated;

(d) to invest or reinvest its funds in such stocks, bonds, debentures, mortgages or other investments or securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift;

(e) to serve as trustee of any property, real or personal, wheresoever situated either within or without the State of Florida; and

(f) in general, to exercise such other powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the Corporation, subject to such limitations as are or may be prescribed by law.

3. Notwithstanding anything herein to the contrary, the Corporation may exercise any and all, but no other, powers as are in furtherance of the exempt purposes of organizations set forth in section 501(c)(3) of the Code (or any corresponding provisions of succeeding law) and the Treasury Regulations thereunder as the same now exist, or as they may be hereafter amended from time to time.

4. No part of the income or earnings of the Corporation shall inure to the benefit of or be distributed to any director or officer of the Corporation or any other private individual in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in section 501(c)(3) of the Code (or any corresponding provisions of succeeding law). Reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or earnings.

5. No part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, or of participating in, or intervening in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

6. In the event of the termination, dissolution, or final liquidation of the Corporation, in any manner and for any reason, the Corporation shall first pay or provide for the payment of all liabilities of the Corporation. All remaining assets of the Corporation shall be distributed exclusively for the purposes of the Corporation, in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary and scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Code, as the Board of Directors shall determine.

ARTICLE IV ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be as provided in the Bylaws. The names and addresses of the initial directors are as follows:

Peter Everts: 4331 Veronica S. Shoemaker Boulevard, Suite 4, Fort Myers, Florida 33916
Marcia James: 4331 Veronica S. Shoemaker Boulevard, Suite 4, Fort Myers, Florida 33916

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Marissa Guyan: 4331 Veronica S. Shoemaker Boulevard, Suite 4, Fort Myers, Florida 33916

**ARTICLE V
APPOINTMENT OF OFFICERS**

The officers of the Corporation shall occupy those positions designated in the Bylaws, and they shall be elected and shall govern in accordance with the provisions of said Bylaws. The names and titles of the initial officers are as follows:

President	-	Peter Everts
Vice President	-	Marcia James
Secretary/Treasurer	-	Marissa Guyan

**ARTICLE VI
MEMBERSHIP**

The Corporation's initial sole member shall be Regenerative Innovations, LLC, a Florida limited liability company.

**ARTICLE VII
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The name and Florida street address of the registered agent are:

Patrick Permie
4331 Veronica S. Shoemaker Boulevard
Fort Myers, Florida 33916

**ARTICLE VIII
INCORPORATOR**

The name and address of the Incorporator are:

Kenneth G.M. Mather
401 E. Jackson Street, Suite 2500
Tampa, Florida 33602

IN WITNESS WHEREOF the undersigned has executed these Articles as of the 24th day of January, 2019.

/s/ Kenneth G.M. Mather

Kenneth G. M. Mather, Incorporator

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, Patrick Pennie hereby accepts the appointment as registered agent and agrees to act in this capacity. Mr. Pennie further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, F.S.



PATRICK PENNIE

Date: January 24, 2019