

N19000002862

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

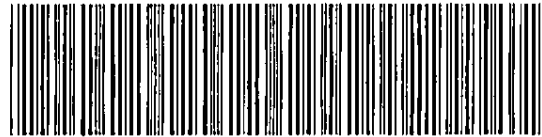
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
2020 MAY 22 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
2020 MAY 22 AM 11:58
TALLAHASSEE, FLORIDA

Y SULKER

MAY 22 2020

DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA000000017
Date: 5-22-20

Requestor Name: Carlton Fields
Address: Post Office Drawer 190
Tallahassee, Florida 32302
Telephone: (850) 513-3619 - direct
(850) 224-1585

AUTHORIZED AMOUNT TO
DEDUCT FROM ACCOUNT

\$ 43.75

Contact Name: Kim Pullen, CP, FRP

Corporation Name: Alivia Care, Inc.

Email Address: _____

Entity Number: 19000002862

Authorization: Kim Pullen

X Amend + Articles
Rest. 5-22-20
Certified Copy

_____ New Filings	_____ Plain Stamped Copy	_____ Certificate of Status
_____ Fictitious Name	<u>X</u> Amendments	_____ Annual Report
		_____ Registration

(X) Call When Ready	(X) Call if Problem	() After 4:30
(X) Walk In	() Will Wait	(X) Pick Up

CF Internal Use Only

Client: 03339 Matter: 39397
Name: K. Murphy Office: TPA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF ALIVIA CARE, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

These Amended and Restated Articles of Incorporation of Alivia Care, Inc., a Florida not for profit corporation (the "Corporation"), effective as of June 1, 2020, are being duly executed and filed by Susan Ponder-Stansel, its President and Chief Executive Officer, to amend and restate the Corporation's original Articles of Incorporation, which were filed on March 19, 2019. These Amended and Restated Articles of Incorporation were duly executed and are being filed in accordance with Section 617.1007 of the Florida Not For Profit Corporation Act.

ARTICLE I

Name

The name of the Corporation is Alivia Care, Inc. (the "Corporation").

ARTICLE II

Members

The Corporation shall not have any members.

ARTICLE III

Perpetual Existence

The Corporation shall have perpetual existence.

ARTICLE IV

Principal Office

The street address of the principal office of the Corporation is 4266 Sunbeam Road Jacksonville, Florida 32257.

ARTICLE V

Purposes

The Corporation is organized and shall be operated at all times hereafter exclusively for charitable, religious, scientific, or educational purposes within the meaning of Section 501(c)(3) of the Code, and shall relate to the promotion of health and/or wellness, and may include the provision of hospice services, palliative care and home health services. All services will be provided without regard to race, creed, color, sex, religious belief, or national origin of the patients.

ARTICLE VI

Limitation on Corporate Powers

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2020 MAY 22 AM 9:58
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

The Corporation shall be authorized to exercise the powers permitted not for profit corporations under Chapter 617, Florida Statutes; provided, however, that the Corporation in exercising any one or more powers shall do so in furtherance of the exempt purposes for which it has been organized. Furthermore, the Corporation's powers shall be further limited as follows:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, a private party, including the directors or officers of the Corporation, except that the Corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.
2. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Code), and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
3. The Corporation shall not carry on any activities not permitted to be carried on (a) by an organization exempt from taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, or the corresponding provision of any future United States federal income tax law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding provision of any future United States federal income tax law.

ARTICLE VII

Initial Registered Office and Registered Agent

The initial registered office of the Corporation is located at 4266 Sunbeam Road, Jacksonville, Florida 32257, and the initial registered agent at such office is Susan Ponder-Stansel, whose acceptance of appointment as registered agent for the Corporation is set forth below.

ARTICLE VIII
Distribution Upon Dissolution or Liquidation

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the corporation to one or more organizations that qualify for exemption from federal income tax as organizations described in Section 501(c)(3) of the Code having purposes substantially similar to the member, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Circuit Court in Duval County, Florida, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for charitable, educational, and scientific purposes, and which would then qualify as exempt from tax under Section 501(c)(3) of the Code. No director, officer, or private individual shall be entitled to share in the distribution of any corporate assets upon dissolution of the Corporation.

ARTICLE IX
Amendments

All amendments to these Articles of Incorporation and the Corporation's bylaws must be approved by the Board of Directors.


ARTICLE X
Incorporator

The name of the incorporator of the Corporation is Susan Ponder-Stansel, whose street address is 4266 Sunbeam Road, Jacksonville, Florida 32257.

ARTICLE XI
Effective Date

These Amended and Restated Articles of Incorporation shall be effective on June 1, 2020.

IN WITNESS WHEREOF, the undersigned person has executed these Amended and Restated Articles of Incorporation as of May 20, 2020.

DocuSigned by:

2558BA893585447

Susan Ponder-Stansel
President and Chief Executive Officer

CONSENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for Alivia Care, Inc. at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned 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 duties and obligations of her position as registered agent.

DocuSigned by:

Susan Ponder-Stansel

2558BA993585447

SUSAN PONDER-STANSEL