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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)617-6381

From: JOSEPH RUGG

Account Name : JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP.  
Account Number : 076666002140  
Phone : (727)461-1818  
Fax Number : (727)441-8617

SECRETARY OF STATE  
FALLAHASSEE, FLORIDA

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JOER@JPFIRM.COM 813-501-3574  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
CITRUS COUNTY RURAL HEALTH, INC.**

Certificate of Status	0
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**COVER LETTER**

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

SUBJECT: CITRUS COUNTY RURAL HEALTH, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

**PLEASE NOTE THAT EFFECTIVE DATE FOR FILING IS APRIL 13, 2020**

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ \$70.00  
Filing Fee  
Paid by Sunbiz account  
via fax filing

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Joseph Rugg  
\_\_\_\_\_  
Name (Printed or typed)  
Johnson Pope Bokor Ruppel & Burns, LLP  
401 East Jackson Street, Suite 3100  
\_\_\_\_\_  
Address  
Tampa, Florida 33602  
\_\_\_\_\_  
City, State & Zip  
813-501-3574  
\_\_\_\_\_  
Daytime Telephone number  
JOER@JPFIRM.COM  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

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**NOTE: Please provide the original and one copy of the articles.**

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**ARTICLES OF INCORPORATION**

OF

**CITRUS COUNTY RURAL HEALTH, INC.**

The undersigned incorporator to these Articles of Incorporation hereby subscribes these Articles of Incorporation to form a corporation (the "**Corporation**") not-for-profit under the Florida Not-for-Profit Corporation Act and other laws of the State of Florida (*Florida Statutes* Chapter 617).

**ARTICLE I**  
**Name and Address**

The name of the Corporation is **CITRUS COUNTY RURAL HEALTH, INC.** The street and mailing address of the initial principal office is **14918 NORTH FLORIDA AVENUE, TAMPA, FLORIDA 33613**. The Board of Directors may from time to time change the principal office or mailing address of the Corporation to any other address in the State of Florida.

**ARTICLE II**  
**Purposes**

The Corporation shall be organized and operated exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, and the regulations promulgated thereunder (the "**Code**"). The Corporation shall be operated in conformity with the federal Rural Health Clinic Services Act. In furtherance of the foregoing, the purposes for which the Corporation is organized include the following:

- (a) to improve access to primary health care in Citrus County, Florida, a rural and underserved community;
- (b) to promote a collaborative model of health care delivery using physicians and non-physician providers;
- (c) to provide counseling, patient education, self-care, and home health care services for the sick, aged, disabled and infirm;
- (d) to participate in, promote, and carry on scientific research related to the care of the sick and injured;
- (e) to participate in joint or coordinated planning, service, development, and management operations and endeavors with other health care providers in order to lower costs and increase quality of and accessibility to health care services, and to engage in other operations, services, or functions in health care and health care planning;
- (f) to enter into agreements with managed care organizations and other third party payors to ensure access to patients to quality, cost-effective health care services;
- (g) to solicit, receive, and administer state, federal, local, and private grants, gifts, donations, and bequests, and to provide grants, loans, scholarships and donations, for the advancement of the quality and availability of health care services; and
- (h) to perform such other acts as the Board of Directors of the Corporation may deem appropriate to accomplish the purposes of the Corporation.

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In carrying out such purposes, this Corporation shall have all of the powers and authorities granted by statute and law.

### ARTICLE III

#### Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster, or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Code Section 501(c)(3).

### ARTICLE IV

#### Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected annually in accordance with the Bylaws. The number of Directors shall be fixed as set forth in the Bylaws of the Corporation but shall never be less than three (3). The names and addresses of the initial Board of Directors, consisting of those persons who shall serve until their successors are duly elected and qualified, shall be as follows:

<u>Name</u>	<u>Address</u>
Kenneth Savage, M.D.	14918 North Florida Avenue Tampa, Florida 33613
Joyce Salzman	14918 North Florida Avenue Tampa, Florida 33613
John Woods	14918 North Florida Avenue Tampa, Florida 33613

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### ARTICLE V

#### Officers

The officers of the Corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by the Bylaws. Officers shall be elected annually by the Board of Directors at its annual meeting. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

<u>Name</u>	<u>Title</u>
Kenneth Savage, M.D.	Medical Director and President
John Woods	Vice President, Secretary, and Treasurer

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## ARTICLE VI Incorporator

The name of the incorporator is **Joseph Rugg**. The street address of the incorporator is **Johnson, Pope Bokor, Ruppel & Burns, LLP, 401 E. Jackson Street, Suite 3100, Tampa, Florida 33602**.

## ARTICLE VII Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is **401 E. Jackson Street, Suite 3100, Tampa, Florida 33602**, and the name of the initial registered agent at such address is **Joseph Rugg**.

## ARTICLE VIII Bylaws

The Board of Directors of this Corporation shall provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

## ARTICLE IX Amendments

Amendments to these Articles of Incorporation shall be approved by the Board of Directors by a majority present at a meeting duly called in accordance with the Bylaws of the Corporation.

## ARTICLE X Limitations on Actions

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article II hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Code or any organization, contributions to which are deductible under Section 170(c)(2) of the Code. The Corporation shall have no capital stock, pay no dividends, and shall not distribute any part of its net income or assets to any members, Directors or officers.

Although the Corporation is not intended to be a private foundation, as defined in Section 509(a) of the Code, without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be determined to be a private foundation, it shall not:

- (a) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code;
- (b) engage in any act of self-dealing as defined in Section 4941(d) of the Code;
- (c) retain any excess business holdings as defined in Section 4943(c) of the Code;
- (d) make any investment in such manner as to subject it to tax under Section 4944 of the Code; or

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

#### **ARTICLE XI**

##### **Dissolution**

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501(c)(3) or 170(c)(2) of the Code, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer, or Director of this Corporation. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

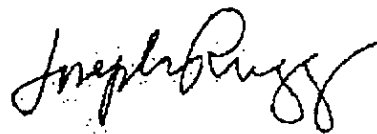
#### **ARTICLE XII**

##### **Term of Existence**

The effective date for the incorporation of the Corporation shall be April 13, 2020.

Thereafter, the Corporation shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation effective this 13<sup>th</sup> day of April, 2020.



Joseph Rugg, Incorporator

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#### **ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the within-named Corporation, at the place designated hereinabove, the undersigned hereby accepts the designation to act in this capacity, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties and acknowledges that he is familiar with and accepts the obligations of his position as registered agent.



Joseph Rugg

Dated: April 13, 2020