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FLORIDA PROFIT/NON PROFIT CORPORATION

St. Petersburg General Medical Staff Fund, Inc.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
ST. PETERSBURG GENERAL MEDICAL STAFF FUND, INC.
(A Corporation Not-for-Profit)**

FILED
2020 JUN - 1 PM 4:14
TALLAHASSEE, FL
SECRETARY OF STATE

The undersigned natural person of legal age, acting as incorporator for the purpose of creating a corporation not-for-profit under the laws of the State of Florida, as provided in Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I.
NAME**

The name of the corporation shall be: ST. PETERSBURG GENERAL MEDICAL STAFF FUND, INC.

**ARTICLE II.
ADDRESS**

The street address of the corporation is 6500 38th Avenue North, St. Petersburg, Florida 33710. The mailing address of the corporation is 5880 49th Street North, Suite 202, St. Petersburg, Florida 33709.

**ARTICLE III.
DURATION; EFFECTIVE DATE**

The corporation shall have perpetual existence, commencing as of the date of the filing of these Articles of Incorporation with the Florida Department of State.

**ARTICLE IV.
PURPOSES**

The corporation is organized exclusively for charitable, religious, education and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law). The principal purpose of the corporation shall be to support and promote education in areas related to the practice of medicine and other healthcare-related fields, to encourage students to pursue careers in medicine and related fields and to provide philanthropical assistance to members of the community. Appropriate means to accomplish these purposes shall be determined by the Board of Directors.

**ARTICLE V.
POWERS**

This corporation shall have all powers granted by law to not-for-profit corporations subject to the following limitations and restrictions. 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

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persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI. DISSOLUTION

No director, officer or private individual shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific organizations under Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the court of competent jurisdiction, as provided by law, 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 VII. NO STOCK; NON-VOTING MEMBERS

This corporation shall be organized on a nonstock basis and shall not issue shares of stock. This corporation shall have non-voting members only, who shall pay dues and hold only those rights as set forth in the Bylaws of this corporation. This corporation shall not issue member certificates.

ARTICLE VIII. BOARD OF DIRECTORS

Control of the affairs of the corporation shall initially be vested in the Board of Directors consisting of three (3) directors, who shall be elected on an annual basis, but the term of office of any member of the Board of Directors may be for a period of more than one (1) year as provided in the Bylaws. The number of directors may be, as provided in the Bylaws, increased or decreased, but shall never be less than three (3) directors. The Board of Directors shall be a self-perpetuating body and new directors shall be elected by on-going directors at their annual meeting. Vacancies

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on the Board of Directors shall be filled by a majority vote of the remaining members of the Board, whether or not then a quorum. Any member of the Board of Directors elected by the Board of Directors to fill a vacancy shall hold office until the next annual meeting of the Board of Directors. The Board of Directors may be organized into one (1) or more separate categories of directors as provided in the Bylaws. The names and addresses of the first members of the Board of Directors who shall serve until their successors are duly elected and qualified are:

Rakesh Mittal, M.D. 5880 49th Street North, Suite 202
St. Petersburg, Florida 33709

Jeffrey R. Levenson, M.D. 1700 66th Street North, Suite 510
St. Petersburg, Florida 33710

Marie-France Scherer, M.D. 5880 49th Street North, Suite 202
St. Petersburg, Florida 33709

ARTICLE IX.
BYLAWS

The Board of Directors shall make, and shall have the power to amend or repeal, the Bylaws of the corporation.

ARTICLE X.
REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be 490 1st Avenue South, Suite 700, St. Petersburg, Florida 33701. The registered agent shall be Chestnut Business Services, LLC. The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.

ARTICLE XI.
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by the Board of Directors and such amendments may be proposed and adopted in the manner provided in the Bylaws.

ARTICLE XII.
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator are Rakesh Mittal, M.D., 5880 49th Street North, 202N, St. Petersburg, Florida 33709.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
as of the 1st day of June, 2020.



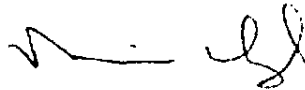
RAKESH MITTAL, M.D., INCORPORATOR

ACCEPTANCE AND ACKNOWLEDGMENT OF APPOINTMENT
OF REGISTERED AGENT

I hereby agree to act as registered agent for ST. PETERSBURG GENERAL MEDICAL
STAFF FUND, INC. and agree to comply with the provisions of all statutes relative to the proper
and complete performance of my duties and am familiar with and accept the obligations of
§617.0501, Florida Statutes.

Dated this 1st day of June, 2020.

CHESTNUT BUSINESS SERVICES, LLC



Name: Michael A. Igel
Title: Vice President

FILED
2020 JUN - 1 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FL

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