

9/11/2020

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**FLORIDA PROFIT/NON PROFIT CORPORATION
HEALTH ACCESS CONNECT USA, INC.**

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**ARTICLES OF INCORPORATION
OF
HEALTH ACCESS CONNECT USA, INC.**

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TALLAHASSEE, FLORIDA

I, the undersigned, of full age, for the purpose of forming a corporation under the provisions of the Florida Not For Profit Corporation Act (the "Act"), Chapter 617 of the Florida Statutes, do hereby form a body corporate and adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation is:
Health Access Connect USA, Inc.

ARTICLE II

This corporation is organized and shall be operated exclusively for charitable, educational, and scientific purposes. In furtherance of its purposes, this corporation may engage in, advance, promote, support and administer activities and projects of every kind and nature whatsoever in its own behalf or as the agent, trustee or representative of others; provided that all the powers of this corporation shall be exercised only so that this corporation's operations are exclusively within the contemplation of Section 501(c)(3) of the Internal Revenue Code. All references in these Articles of Incorporation to sections of the Internal Revenue Code are to the Internal Revenue Code of 1986 and include any provisions thereof adopted by future amendments thereto and any cognate provisions in future Internal Revenue Codes to the extent such provisions are applicable to this corporation.

ARTICLE III

This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members, if any. No part of the net income or net earnings of this corporation shall inure to the benefit of any private shareholder or individual. This corporation shall not lend any of its assets to or guarantee the obligation of any officer, director, or employee of this corporation, or a member of the family of such a person. Nothing herein shall be construed to prohibit the payment of reasonable compensation to any person for services actually rendered by such person to this corporation.

ARTICLE IV

No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE V

The period of duration of this corporation's existence shall be perpetual.

ARTICLE VI

The principle and registered office of this corporation is located at 903 S. Dakota Avenue, Tampa, Florida 33606. The registered agent of the corporation at this address is Kevin Gibbons.

ARTICLE VII

This corporation shall not have members with voting rights. The Board of Directors may establish one or more classes of non-voting members upon such conditions and terms as it from time to time deems appropriate.

ARTICLE VIII

The management and direction of the business of this corporation shall be vested in a Board of Directors. The number, method of selection, term of office, powers, authority and duties of members of the Board of Directors, the time and place of their meetings, and such other regulations with respect to them as are not inconsistent with the express provisions of these Articles of Incorporation shall be as specified from time to time in the Bylaws of this corporation.

ARTICLE IX

The first Board of Directors has three members. The members of the first Board of Directors shall be designated by the incorporator and each shall serve until the annual meeting of the Board of Directors in the year designated by the incorporator.

ARTICLE X

This corporation shall have no capital stock.

ARTICLE XI

The directors and officers of this corporation shall not be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the directors or officers be subject to the payment of the debts or obligations of this corporation to any extent whatsoever.

ARTICLE XII

These Articles of Incorporation may be amended from time to time in the manner provided by the Act, as amended from time to time.

ARTICLE XIII

This corporation may be dissolved in accordance with the laws of the State of Florida. In the event of the dissolution of this corporation any surplus property remaining after the payment of its debts shall be disposed of for one or more of the purposes of this corporation by transfer to one or more corporations, associations, institutions, trusts, or foundations described in Section 501(c)(3) of the Internal Revenue Code, or to the State of Florida or any political subdivision or agency thereof for public purposes, in such proportions as the Board of Directors of this corporation shall determine. Subject to the provisions of Article II of these Articles of Incorporation, nothing herein shall be construed to affect the disposition of property and assets held by this corporation upon trust or other condition, or subject to any executory or special limitation, and such property, upon dissolution of this corporation, shall be transferred in accordance with the trust, condition or limitation imposed with respect to it.

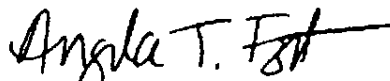
ARTICLE XIV

The name and address of the incorporator are:

Angela T. Fogt
Faegre Drinker Biddle & Reath, LLP
2200 Wells Fargo Center
90 South 7th Street
Minneapolis, MN 55402

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have hereunto set my hand this 11th day of September 2020.


Angela T. Fogt, Incorporator

I accept my role as the registered agent of Health Access Connect USA, Inc. and I certify that I am familiar with and accept the obligations of Florida Statutes section 617.0501.


Kevin Gibbons, Registered Agent

Sept 11, 2020
Date