

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Med Staff HCH Fund, Inc.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**MED STAFF HCH FUND, INC.**

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a nonprofit corporation, organized solely for general charitable, religious educational, and scientific purposes pursuant to the Florida Corporations Not For Profit Act set forth in Chapter 617 of the Florida Statutes.

**ARTICLE I**  
**CORPORATE NAME**

The name of the Corporation is:

MED STAFF HCH FUND, INC.

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal office and the mailing address of the Corporation is:

c/o Holy Cross Hospital Medical Staff Office  
4725 North Federal Highway  
Fort Lauderdale, FL 33308

**ARTICLE III**  
**DURATION**

The period of duration of this Corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

**ARTICLE IV**  
**SPECIFIC AND GENERAL PURPOSES**

The purposes for which the Corporation is formed are to improve the business and practice conditions of the medical staff at Holy Cross Health, including through (i) organizing and supporting the medical staff and its human and financial resources in its collaborations and negotiations with hospital administrators, and (ii) supporting the professional independence of the members in the practice of medicine at the hospital.

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ARTICLE V  
MEMBERSHIP

The Corporation may, but need not, admit any person as a member of the Corporation upon such conditions and with such privileges as approved by a resolution of the Board of Directors. Any member so admitted shall have no right to receive notice of, vote in, or otherwise participate in any meeting concerning the operations of the Corporation unless otherwise provided in the Bylaws.

ARTICLE VI  
REGISTERED OFFICE AND AGENT

The name, street address and city of the registered agent of the Corporation is as follows:

Richard Levenstein  
3001 PGA Boulevard, Suite 305  
Palm Beach Gardens, FL 33410

ARTICLE VII  
MANAGEMENT OF CORPORATE AFFAIRS

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be no less than three, and shall otherwise be established and regulated by the Bylaws. Directors of the Corporation shall be elected in the manner provided in the Bylaws.

ARTICLE VIII  
DIRECTORS

The names and addresses of the persons who are to serve as directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jon Kotler, M.D.	c/o Holy Cross Hospital Medical Staff Office 4725 North Federal Highway Fort Lauderdale, FL 33308
Luis Barreras, M.D.	6405 North Federal Highway Fort Lauderdale, FL 33308
John Cunha, M.D.	2221 NE 43 <sup>rd</sup> Street Lighthouse Point, FL 33064
G. Willy Davila, M.D.	1000 NE 56th Street Women's Center Oakland Park, Fl. 33334

The Directors named herein as the Board of Directors shall hold office until their successors are elected and qualified.

ARTICLE IX

AMENDMENT OF ARTICLES

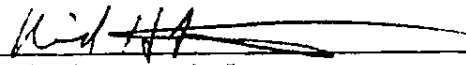
Amendments to these Articles of Incorporation may be adopted at a meeting of the Board of Directors by a majority vote of the directors then in office.

ARTICLE X

AMENDMENT OF BYLAWS

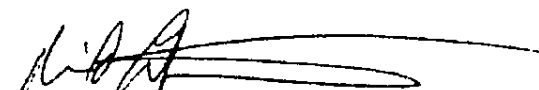
Subject to the limitations contained in the Bylaws and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, the Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 16 day of February, 2021.

  
Richard Levenstein, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all the Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

  
Richard Levenstein, Registered Agent