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## FLORIDA PROFIT/NON PROFIT CORPORATION

Florida Association for Covid Response, Inc.

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**ARTICLES OF INCORPORATION  
OF  
FLORIDA ASSOCIATION FOR COVID RESPONSE, INC.,  
a Florida not for profit corporation**

The undersigned, desiring to form a corporation not for profit pursuant to Chapter 617, *Florida Statutes*, hereby submits these Articles of Incorporation to the Florida Secretary of State.

**ARTICLE I**

The name of the Corporation is Florida Association for Covid Response, Inc.

**ARTICLE II**

**Purposes and Powers**

Section 1. Purposes. This Corporation is organized as a not for profit corporation within the meaning of Chapter 617, *Florida Statutes*, for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law ("Code"), and its activities shall be conducted for such exempt purposes. In furtherance of its exempt purposes, the Corporation may carry on activities constituting an "unrelated trade or business" (as defined in Section 513 of the Code), provided that such activities shall not constitute a significant part of its activities. The Corporation shall not participate in, or intervene in, any political campaign on behalf of (or in opposition to) any candidate for political office, or any other activity, except to the extent that such activity is permitted to be engaged in by corporations described in Section 501(c)(3) of the Code. No part of the Corporation's net earnings shall inure to the benefit of any private individual or organization, except for the affiliated non-profit organizations which are supported by the Corporation.

The primary purposes of this Corporation are:

- A. To improve health and health care;

Prepared by:

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Telephone: 321-327-5580  
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CORPORATION  
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- B. To improve the general health of the citizens of the State of Florida through the establishment and the execution of a comprehensive plan for (1) testing of patients for the coronavirus, (2) administration of coronavirus vaccines and (3) providing education on the coronavirus, directed toward vulnerable members of the Florida population;
- C. To enhance the access to health services directed at the coronavirus for the citizens of the State of Florida through the provision of coordinated care among its health care providers; and
- D. To provide educational and other resources to assist health care providers in combating the coronavirus.

Section 2: Powers. This Corporation shall have all the powers, and be subject to the restrictions, applicable to a corporation organized under Chapter 617, *Florida Statutes*. Without limitation, this Corporation shall have the power to exercise all the powers enumerated in Section 617.0302, *Florida Statutes*, as it now exists or is subsequently amended or superseded, and to do and perform such acts and to have such powers as shall be desirable and necessary in furtherance on any of the powers or purposes herein above enumerated which are not in derogation of the laws of the State of Florida.

### ARTICLE III

#### Place of Business

The street address and the mailing address of the principal office of the Corporation is 1344 South Apollo Boulevard, Suite 400, Melbourne, Florida 32901.

### ARTICLE IV

#### Incorporator

The name and address of the incorporator of this Corporation is Craig K. Deligdish, M.D., 1344 South Apollo Boulevard, Suite 400, Melbourne, Florida 32901.

## ARTICLE V

### Registered Office and Agent

The registered office of the Corporation is 730 E. Strawbridge Avenue, Suite 209, Melbourne, Florida 32901 and the registered agent at that address is John R. Kancilia, Esq.

## ARTICLE VI

### Members

The Corporation shall have no members.

## ARTICLE VII

### Term of Existence

The Corporation shall have perpetual existence.

## ARTICLE VIII

### Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors. The number of directors shall never be less than three (3). The method for the election and removal of directors shall be set forth in the bylaws.

## ARTICLE IX

### Officers

Officers shall be elected or appointed as provided in the Bylaws.

## ARTICLE X

### Amendments

The Articles of Incorporation may be amended by the Board of Directors upon the affirmative vote of a majority of the directors.

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**ARTICLE XI****Bylaws**

The Board of Directors shall have the power to adopt Bylaws and alter or amend and repeal the Bylaws.

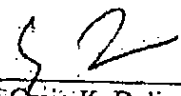
**ARTICLE XII****Indemnification**

The Corporation shall be permitted to indemnify any director, officer, employee or agent, or any former director, officer, employee or agent to the fullest extent permitted by law.

**ARTICLE XIII****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 one or more organizations 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 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 charitable purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3 day of March, 2021.

  
Name: Craig K. Deligdish, M.D., Incorporator

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### ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in the foregoing Article of Incorporation, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Dated this 5<sup>th</sup> day of March, 2021

By: JK

Name: John R. Kancilia

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