

N21519

**Miami-Dade
AHEC**
Area Health Education Center

May 20, 2002

Amendment Section,
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****43.75 *****43.75

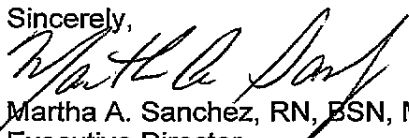
RE: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
NAME OF CORPORATION: MIAMI-DADE AREA HEALTH EDUCATION CENTER, INC.
DOCUMENT NO.: N21519

Dear Ladies and Gentlemen:

Attached please find the duly executed Articles of Amendment to Articles of Incorporation Form being filed on behalf of Miami-Dade Area Health Education Center, Inc., (Document No. N21519). Also enclosed is the required filing fee plus the fee for a certified copy of the amendment totaling \$43.75.

If you require additional information or if further action is necessary please do not hesitate in contacting me at 305-275-6663.

Sincerely,


Martha A. Sanchez, RN, BSN, MBA
Executive Director

Enclosures: Articles of Amendment to Articles of Incorporation
Check No.: 1606

FILED
02 MAY 24 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

P:\Martha\Board\Bylaws&Articles\Amendmtltr.doc

T BROWN MAY 29 2002

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Miami-Dade Area Health Education Center
7700 North Kendall Drive • Suite 804 • Miami, Florida 33156-7693
Telephone: 305/275-6663 • Fax: 305/275-8388

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
02 MAY 24 AM 10:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Miami-Dade Area Health Education Center, Inc.

(present name)

N21519

(Document Number of Corporation (If known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

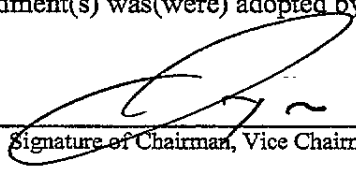
SEE ATTACHED.

SECOND: The date of adoption of the amendment(s) was: May 13, 2002

THIRD: Adoption of Amendment (CHECK ONE)

☒ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☐ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Jack Michel, M.D.

Typed or printed name

Secretary

Title

5/20/2002

Date

Articles of Amendment to Articles of Incorporation
Of

Present Name: Miami-Dade Area Health Education Center, Inc.

Document Number of Corporation: N21519

ARTICLE II. PURPOSES

Section 2:

~~(j) when possible, to accomplish each of the foregoing through arrangements with the University of Miami, a Florida not for profit corporation.~~

ARTICLE III. POWERS

Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereafter be conferred on not for profit corporations under the laws of the State of Florida. ~~The Corporation shall, when possible, carry out its exempt purposes through arrangements with the University of Miami, A Florida not for profit corporation.~~

ARTICLE IV. LIMITATIONS ON ACTIVITIES

Section 3: Upon the dissolution of the Corporation, the Members of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, ~~distribute all residual assets of the Corporation to the University of Miami if it is then exempt as an organization described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code. If the University of Miami fails to qualify for distribution,~~ then the residual assets shall be distributed in the discretion of the Members to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes which, at the time of such disposition, qualify as an exempt organization or organizations under Section 501(c)(3), Section 170(c)(2), and Section 509(a)(1) or (2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future

Internal Revenue Code by reason of such organization or organizations providing health related services, or to the federal, state or local government for exclusive public purpose. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such charitable purposes, or to such organization or organizations organized and operated exclusively for such charitable purposes, as said court shall determine.

ARTICLE VII. MEMBERSHIP

The qualifications for members and the manner of their admission shall be as regulated by the Bylaws. ~~The Corporation shall have one permanent member who shall be designated and changed from time to time by the University of Miami, a Florida not for profit corporation.~~

ARTICLE VIII. BOARD OF TRUSTEES

Section 3: The number of Trustees of the Corporation shall not be less than three (3) nor more than Fifteen thirty ~~(3015)~~. The number may be changed time to time as provided in the Bylaws. ~~The Corporation shall have one permanent trustee which shall be designated and changed from time to time by the University of Miami, a Florida not for profit corporation.~~

ARTICLE XII. BYLAWS

The power to adopt, alter, amend or repeal Bylaws for the Corporation shall be vested only in the Trustees, as more specifically provided in the Bylaws. ~~No alteration, amendment or repeal of the Bylaws to the Corporation shall be permitted without the consent of the permanent trustees designated by the University of Miami.~~

ARTICLE XIII. AMENDMENTS

The power to alter, amend or repeal these Articles of incorporation shall be vested only in the Members, as more specifically provided in the Bylaws of the Corporation. ~~No alteration, amendment or repeal of these Articles of Incorporation shall be permitted without the consent of the member designated by the University of Miami.~~