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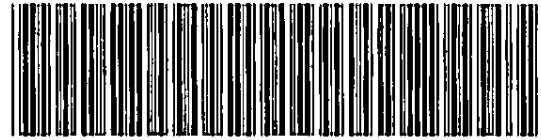
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**COVER LETTER**

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT: Healthship Associates, Inc.**  
(Proposed Corporate Name)

Enclosed is an original and one (1) copy of the Article of Incorporation and a check for:  
\$87.50

Filing Fee,  
Certified Copy  
& Certificate

FROM: Jeje W. Jackson  
Name

5604 Ashleigh Park Drive  
Address

Jacksonville, Florida 32244  
City, State & Zip

904-428-3182  
Daytime Telephone number

Jackson-healthship@mail.com  
E-mail address

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TALLAHASSEE, FLORIDA  
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**FLORIDA**  
**Department of State**  
**Division of Corporations**

**Article of Incorporation**  
**of**  
**Healthship Associates, Inc.**  
**a**  
**Florida Nonprofit Corporation**  
In compliance with Chapter 617, F.S., (Not for Profit)

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**Article I – Name**

The name of the corporation shall be: **Healthship Associates, Inc.**

**Article II – Registered office**

The Initial Registered Office and Principal Street Address (same as mailing address) is:  
5604 Ashleigh Park Drive  
Jacksonville, Florida 32244 – 7821

**Article III – Purposes**

This corporation is organized not for profit; it is exclusively for charitable, community outreach and assessment, health promotion, testing to enhance disease prevention, public safety, and early intervention programs, and for educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The organization will engage in activities permissible under section 501(c)(3) including:

- A- educating communities on preventive health, and providing free Human Immunodeficiency Virus (HIV), Hepatitis C (HCV), Sexually Transmitted Infections (STIs), COVID, and drugs screening and testing, and providing other services for *public* health and public safety,
- B- conducting evidence-based research; promoting health and wellness resources, encouraging lifestyle and behavior change awareness and counseling services,
- C- providing psychosocial rehabilitation (PSR) programs to help reduce prejudice and foster social inclusion by helping persons who have a mental illness or mental health and/or substance use concern live as independently as possible and become fully integrated into the communities in which they live.

**Article IV – Members and Manner of Election**

The Corporation shall have no members or classes of membership. The property, business, and management of the affairs of the corporation shall be vested in the Board of Director, which shall member four (4) for the initial start. The manner in which Directors shall be elected or appointed such as the terms, qualifications, etc. shall be defined in the Corporation's Bylaws and pursuant to the State of Florida Nonprofit Corporation Act.

#### **Article V – Initial Directors and/or Officers**

The number of the Board of Directors/Officers and the method of selecting Directors/Officers shall be fixed by the Bylaws of this corporation. The initial directors shall be four (4) in number. The names, titles, and addresses of these initial directors and officers are as follows:

- 1- Jeje W. Jackson  
Title/Position: President/Executive Director (ED)  
Address: 5604 Ashleigh Park Drive, Jacksonville, Florida 32244
- 2- Albert L. Cooper  
Title/Position: Chief Financial Officer (CFO)  
Address: 323 Brier Rose Lane, Orange Park, Florida 32065
- 3- Rodney L. Brown  
Title/Position: Member  
Address: West 16<sup>th</sup> Street, Jacksonville, Florida 32209
- 4- Morris G. Tajelleh  
Title/Position: Member  
Address: 4727 Ruckner Road  
Jacksonville, Florida 32207

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#### **Article VI**

Members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly appointed or elected and qualified or removed as provided in the bylaws. Any action required or permitted to be taken at a meeting of the board of directors may be taken by written action signed by the number of board members that would be required to take the same action at a meeting of the board at which all board members were present.

#### **Article VII – Registered Agent**

The Registered Agent of the Corporation is: Jeje W. Jackson  
Address: 5604 Ashleigh Park Drive  
Jacksonville, Florida 32244 - 7821

#### **Article VIII – Incorporator**

The Incorporator of the Corporation is: Jeje W. Jackson  
Address: 5604 Ashleigh Park Drive  
Jacksonville, Florida 32244 - 7821

#### **Article IX - Duration**

The period of duration is Perpetua. The period of duration for this corporation shall be perpetual or until such time as the Board of Directors shall adopt a resolution recommending that the corporation is dissolved pursuant to the State of Florida Nonprofit Corporation Act.

#### **Article X - Limitations**

No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, trustees, officers, or other private 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 above. No 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 or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **Article XI – Dissolution/Dedication of Assets**

If for any reason the corporation shall be abandoned, discontinued, cease to exist as a legal entity, or its charter shall expire or be terminated, or upon the dissolution, termination, or winding up of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 XII**

Subject to the limitations contained in these Articles of Incorporation, and to the provisions of law requiring corporate action to be exercised, authorized, or approved by the members of the corporation, all the lawful powers of the corporation shall be vested in and exercised by or under the authority of the board of directors, and the business and affairs of the corporation shall be conducted and controlled by such board. No director shall have any right, title, or interest in or to any property of the corporation.

#### **Article XIII — Personal Liability**

No member, officer or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of its members, officers or directors be subject to the payment of the debts or obligations of this corporation.

**Article XIV - Amendments**

This corporation reserves the right to amend, alter, change, or repeat any provision contained in these Articles of Incorporation by a majority of the directors present at a meeting of the Board of Directors.

**Article XV**

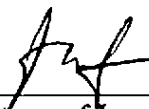
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature of Registered Agent

2/22/2022  
\_\_\_\_\_  
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S.

Whereas, IN WITNESS WHEREOF, I the undersigned, being the Incorporator of Healthship Associates, Inc. executed these Articles of Incorporation on February 22, 2022

  
\_\_\_\_\_  
Signature of Incorporator

2/22/2022  
\_\_\_\_\_  
Date

I, Adriana Tiriteu, a **Notary Public**, hereby certify that on the 22 day of February, 2022, Jeje W. Jackson, appeared before me and signed the foregoing document as Registered Agent and Incorporator, and have averred that the statements therein contained are true.



Notary Public

**Article XVI - Effective Date**

The effective date of incorporation shall be upon filing by the Secretary of State.

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