

N22920

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
CATHOLIC HOSPICE, INC.**

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TALLAHASSEE, FLORIDA

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April 28, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CATHOLIC HOSPICE, INC.
14875 NW 77 AVENUE
100
MIAMI, FL 33014

SUBJECT: CATHOLIC HOSPICE, INC.
REF: N22920

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Darlene Connell
Regulatory Specialist II

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(H100001025823)

**AMENDMENT TO THE AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CATHOLIC HOSPICE, INC.
A Florida not-for-profit corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Amendment to the Amended and Restated Articles of Incorporation was duly adopted by unanimous vote of the Members and at which the number of votes cast was sufficient for approval, pursuant to the authority and provisions of Florida Statutes and the existing Amended and Restated Articles of Incorporation adopted on May 27, 1988 and filed on June 9, 1988 with the Secretary of State, and amended on January 6, 1992, October 26, 1995, December 31, 1998, and January 7, 2003. This amendment is also in conformity with the Bylaws of Catholic Hospice, Inc.

Be it resolved that Articles III, IX and XIV shall be amended, effective and adopted as of April 16, 2010, to read as follows:

**ARTICLE III
QUALIFICATIONS FOR MEMBERS AND
THE MANNER OF THEIR ADMISSION**

The Member of the Corporation shall be The Most Reverend John C. Favalora, as Archbishop of Miami, and his successors in office.

**ARTICLE IX
BOARD OF DIRECTORS**

(a) The business of the Corporation shall be managed by a Board of Directors. The Member of the Corporation may appoint not fewer than three (3) and no more than forty (40) Directors. The Member may remove any Director with or without cause at such time as the Member may determine in his sole discretion.

(b) The Board of Directors shall hold meetings at such time and place as described in the Bylaws.

(c) All decisions of the Board of Directors shall be made by the majority vote of the Directors at a meeting, unless otherwise provided in the Bylaws, or in these Articles.

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ARTICLE XIV
DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations selected by the sole member which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code and none of the assets will be distributed to any member, officer or director of this corporation, provided, however, that the corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon a not-for-profit corporate member described in Section 501(c)(3) of the Code.

By:

John C. Favalora
The Most Reverend John C. Favalora,
as Archbishop of Miami

STATE OF FLORIDA)

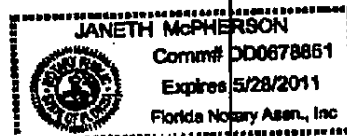
) SS

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 19th day of April, 2010, by The Most Reverend John C. Favalora, as Archbishop of Miami. (Check One) ☒ He is personally known to me or ☐ He has produced _____, as identification.

Janeth McPherson
NOTARY PUBLIC - STATE OF FLORIDA
Print, type or stamp Notary name:

My Commission Expires: 5/28/2011



(H100001025823)

MERCY HOSPITAL, INC.

By:


John C. Johnson
President

As Member

STATE OF FLORIDA)

) SS

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 21 day of April, 2010, by John C. Johnson, as President of Mercy Hospital, Inc., a Florida not-for-profit corporation, on behalf of the Corporation. (Check One) ☐ He is personally known to me or ☐ He has produced _____, as identification.


NOTARY PUBLIC - STATE FLORIDA
Print, type or stamp Notary name:

My Commission Expires: 2-9-2014

