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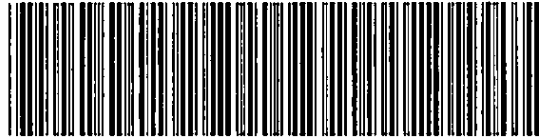
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DEPARTMENT OF STATE  
ACCOUNT FILING COVER SHEET

Account Number: FCA000000017  
Date: 6-30-23  
Requestor Name: Carlton Fields  
Address: Post Office Drawer 190  
Tallahassee, Florida 32302  
Telephone: (850) 513-3619 - direct  
(850) 224-1585  
Contact Name: Kim Pullen, CP, FRP

AUTHORIZED AMOUNT TO  
DEDUCT FROM ACCOUNT  
\$ 87.50

Corporation Name: FAU/Broward Health Academic  
Practice Plan, Inc.  
Email Address: \_\_\_\_\_  
Entity Number: \_\_\_\_\_  
Authorization: Kim Pullen

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Plain Stamped Copy | <input checked="" type="checkbox"/> Certificate of Status |
| <input checked="" type="checkbox"/> New Filings    | <input type="checkbox"/> Amendments         | <input type="checkbox"/> Annual Report                    |
| <input type="checkbox"/> Fictitious Name           |   | <input type="checkbox"/> Registration                     |

- |                       |                       |                |
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| ( X ) Call When Ready | ( X ) Call if Problem | ( ) After 4:30 |
| ( X ) Walk In         | ( ) Will Wait         | ( X ) Pick Up  |

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Client: \_\_\_\_\_ Matter: \_\_\_\_\_  
Name: Kennedy Office: TPA

**ARTICLES OF INCORPORATION OF FAU/BROWARD HEALTH ACADEMIC PRACTICE PLAN, INC.**

The undersigned incorporator to these articles of incorporation hereby forms a not-for-profit corporation under the laws of the State of Florida and pursuant to § 617.0202, Fla. Stat., the Florida Not of Profit Corporation Act (the "Act"), as follows:

**ARTICLE I**

**Name, Principal Place of Business, and Mailing Address**

The name of the Corporation is FAU/Broward Health Academic Practice Plan, Inc. (the "Corporation"). The principal place of business and mailing address is 201 E. Sample Road, Deerfield Beach, Florida 33064, c/o Administration.

**ARTICLE II**

**Term of Existence**

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation with the office of the Florida Department of State. The Corporation shall have perpetual existence thereafter.

**ARTICLE III**

**Purpose**

The Corporation is organized and shall be operated exclusively for charitable, educational and scientific purposes, within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended from time to time, and any subsequent federal tax law, or the corresponding section of any future federal tax code (the "Code"). Such purposes shall include, without limitation, expanding the availability of professional medical services and promoting public health by various means. Except as limited under Article XI of these Articles of Incorporation, the Corporation shall have all powers now or hereafter granted by law and, in addition thereto, shall have all powers lawfully necessary or required to carry out its purposes and objects. Without limiting the generality of the foregoing, the purposes of the Corporation shall include:

1. Facilitating the provision of education and primary care health services to the community, and to manage, operate, maintain, support and otherwise advance charitable, educational and benevolent activities in the field of behavioral and physical health care, health and behavioral health education and training, scientific research, health management and other related fields in order to advance the health and well- being of medically underserved consumers, families, and communities;
2. To promote community awareness of the services provided by the Corporation;
3. To the extent not inconsistent with the activities that may be carried on by a corporation described in § 501(c)(3) of the Code, contributions to which are deductible under § 170(c)(2) of the Code, the Corporation shall be empowered to do all acts and things as from time to time may be necessary or expedient as a means of accomplishing the foregoing

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purposes, including those things permitted by the laws of the State of Florida pertaining to Corporation's not-for-profit status, as such laws now permit as set forth in § 617.0302 of the Act, which powers are included herein by reference, or may henceforth provide.

**ARTICLE IV**  
**Members**

The members of the Corporation are:

Florida Atlantic University Board of Trustees; and

North Broward Hospital District

The qualifications of members and the manner of admission of members shall be as specified in the bylaws of the Corporation.

**ARTICLE V**  
**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 100 South Ashley Drive, Suite 400, Tampa, FL 33602, and the name of its initial registered agent at such address is CF Registered Agent, Inc.

**ARTICLE VI**  
**Directors**

The Corporation shall have eight (8) directors, who shall be appointed as provided in the bylaws of the Corporation.

**ARTICLE VII**  
**Incorporator**

The name and address of the incorporator signing these articles of incorporation are:

<b><u>Name</u></b>	<b><u>Address</u></b>
James J. Kennedy, III, Esquire	4421 West Boy Scout Boulevard, Suite 1000 Tampa, Florida 33607

**ARTICLE VIII**  
**Bylaws**

The power to adopt, alter, amend, or repeal the bylaws shall be as set forth in the bylaws of the Corporation.

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**ARTICLE IX**  
**Amendment**

The power to amend these articles of incorporation shall be vested in the board of directors of the Corporation, subject to those restrictions set forth in the bylaws of the Corporation.

**ARTICLE X**  
**Dissolution**

The Corporation may be dissolved in the manner set forth in the bylaws. In the event of dissolution, the residual assets of the Corporation shall be distributed to the members, if, and only if, the members are exempt as organizations described in §§ 501(c)(3) and 170(c)(2) of the Code (an "Exempt Organization"). If one (1) of the members is not an Exempt Organization at the time of dissolution, then the residual assets of the Corporation shall be distributed to the member that is an Exempt Organization. If both of the members are not Exempt Organizations, then the board of directors shall designate another Exempt Organization to receive the distributable assets. 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 public or charitable purposes, to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XI**  
**Limitations**

**Section 1. Legislative Activity.** No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation.

**Section 2. Political Activity.** The Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of (or in opposition to) any candidate for public office.

**Section 3. Property.** The property, assets, profits, and net income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the Corporation's net earnings shall inure to the benefit of its directors, officers, members, or to the benefit of any private individual.

**Section 4. Activities Violating Tax-Exempt Status.** The Corporation shall not engage, directly or indirectly, in any activity that would prevent it from qualifying, and continuing to qualify, under § 501(c)(3) of the Code or that would be prohibited by the Act.

The undersigned incorporator has executed these articles of incorporation this 30<sup>th</sup> day of June, 2023.  
6/30/2023

DocuSigned by:  
James J. Kennedy, III  
482C1FFD002E431  
James J. Kennedy, Incorporator

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent to accept service of process for the Corporation at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this 30<sup>th</sup> day of June, 2023.  
6/30/2023

Registered Agent

CF Registered Agent, Inc.,  
a Florida corporation

DocuSigned by:

James J. Kennedy, III  
James J. Kennedy, III, Authorized Agent

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