

N 30887

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H24000385383 3)))



H240003853833ABC3

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)617-6380

From: Account Name : ADVENTHEALTH
Account Number : I20050000005
Phone : (407)357-2333
Fax Number : (407)357-2717

Please honor 11/22/24 date.

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: corp.legal@adventhealth.com

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
ADVENTHEALTH HOME HEALTH AND HOSPICE, INC**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$35.00

SECRETARY OF STATE
TALLAHASSEE, FL

2024 NOV 22 PM 4:15

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

NOV 26 2024

D CUSHING

FILED
2024 NOV 22 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FL

**SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

ADVENTHEALTH HOME HEALTH AND HOSPICE, INC.

Part I

These Second Amended and Restated Articles of Incorporation restate and amend the Articles of Incorporation filed November 18, 2024 effective January 1, 2025.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be AdventHealth Home Health and Hospice, Inc.

ARTICLE II - PRINCIPAL OFFICE

The place in this state where the principal office of this corporation is to be located is 2600 Westhall Lane, Maitland, FL 32751 and the mailing address of the Corporation is 2600 Westhall Lane, Maitland, FL 32751.

ARTICLE III - PURPOSE

The Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code"). The primary purposes of this corporation shall be 1) to provide health care services to the terminally ill as well as support bereavement counseling for the families of the terminally ill, and 2) to own and operate one or more licensed home health agencies, including affiliated businesses that are supportive of the operations and home health mission of the Corporation including but not limited to private duty nursing, other staffing agencies, durable medical equipment, respiratory care and infusion. This corporation is an integral part of the system of medical and educational organizations operated throughout the world by the Seventh-day Adventist Church and shall always operate its total activity consistent with and in furtherance of the goals, activities and policies of the Seventh-day Adventist Church.

ARTICLE IV - TERM OF EXISTENCE

The existence of the corporation shall be perpetual.

ARTICLE V - MEMBERSHIP

The sole member of the corporation is Adventist Health System Sunbelt Healthcare Corporation.

ARTICLE VI - BOARD OF DIRECTORS

Except for the retaining powers of the membership as set forth in the Bylaws, the affairs of this corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three (3) members. The number of directors, their election and term of office shall be as provided in the Bylaws.

ARTICLE VII - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the registered office of the corporation is 900 Hope Way, Altamonte Springs, Florida 32714, and the name of the registered agent of the corporation at that address is Jeff Bromme.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - LIMITATIONS

This corporation is not authorized to issue capital stock. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 in Article III hereof. No substantial 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 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal

Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE X - DISSOLUTION OF CORPORATION

The corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided in the Florida Statutes for not for profit corporations. In the event of a dissolution of the corporation, no liquidating or other dividends and no distribution of property owned by the corporation shall be declared or paid to any private individual. The assets of the corporation shall be distributed in the order as set forth below:

(a) All liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefore; and

(b) All remaining assets not applied to liabilities pursuant to subsection (a) shall be distributed to the Member a Florida not for profit corporation recognized by the Internal Revenue Service as a 501(c)(3) organization. In the event the Member is not in existence or does not qualify for exemption under Section 501(c)(3) at the time of distribution of the assets of the Corporation, the assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or 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. ,

ARTICLE XI - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the membership of the corporation.

ARTICLE XII - AMENDMENT TO ARTICLES OF INCORPORATION

Any amendments to these Second Amended and Restated Articles of Incorporation shall be adopted by the membership.

Part II

These Amended and Restated Articles of Incorporation restate and amend the Articles of Incorporation filed on February 24, 1989, omitting only matters of historical interest, as amended by the Amended and Restated Articles, effective January 1, 2014, and as amended on September 30, 2024, effective August 22, 2024 and by


these amendments filed on November 18, 2024 effective January 1, 2025.

- a. Article I ("Name")
- b. Article II ("Principal Office")
- c. Article III ("Purpose")
- d. Article V ("Membership")
- e. Article VII ("Registered Agent and Registered Office")

The Membership of this Corporation approved the provisions of these Articles of Amendment at a meeting duly called and convened on August 5, 2024, and voted in favor of adoption of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of the 18th day of November 2024 to be effective January 1, 2025.

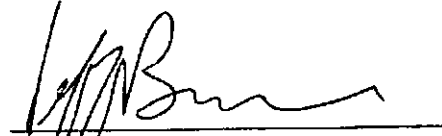
AdventHealth Home Health and
Hospice, Inc.

BY: 

NAME: Lynn Addiscott
TITLE: Assistant Secretary

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Second Amended and Restated Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.

A handwritten signature in black ink, appearing to read 'Jeff Bromme', is written over a horizontal line.

Jeff Bromme

Date: 11/19/24