

N 44499

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(Business Entity Name)

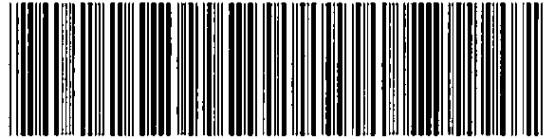
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2024 OCT 30 PM 9:10

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2024 OCT 30 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FL

RECEIVED

Holland & Knight

Requester's Name
315 South Calhoun Street, suite 600

Address
Tallahassee, FL 32301 (850)425-5686
City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Healthpark Care Center, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
HEALTHPARK CARE CENTER, INC.
A CORPORATION NOT FOR PROFIT**

2023 OCT 30 PM 2:10

Article One. Name.

The name of this corporation shall be HealthPark Care Center, Inc.

Article Two. Statement of Corporate Nature.

This corporation is a not-for-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not For Profit law as set forth in Part I of Chapter 617, Florida Statutes.

Article Three. General and Specific Purposes.

The specific and primary purposes for which this corporation is formed are to operate for the advancement of health care and for other charitable purposes, by the distribution of its funds for such purposes and particularly for providing nursing home and extended care services under the auspices of LEE HEALTH SYSTEM, INC., a Florida not-for-profit corporation.

The general purposes for which this corporation is formed are to operate exclusively for such charitable purposes as will qualify it as an exempt organization under section 501(c)(3) of the United States Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under the aforesaid Code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

Article Four. Term.

This corporation shall have a perpetual existence.

Article Five. Incorporators.

The name and address of the initial incorporator of this corporation was as follows:

Dennis A. Pettigrew
6900 Wittman Drive, S.W.
Fort Myers, Florida 33919

Article Six. Principal Office and Registered Agent.

The principal office for the transaction of the business of this corporation shall be 2776 Cleveland Avenue, Fort Myers, Lee County, Florida.

The name and address of the corporation's registered agent is

Mary McGillicuddy
2776 Cleveland Avenue
Fort Myers, Florida 33901.

Article Seven. Membership.

The corporation shall have no members.

Article Eight. Board of Directors.

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors consisting of ten (10) directors, who shall be the directors elected or appointed to the Board of Directors of Lee Health System, Inc., a Florida not-for-profit corporation. Upon the creation of a vacancy in the position of director of the corporation, a person appointed under applicable law to fill the office of Director on the Board of Directors of Lee Health System, Inc. shall automatically fill the vacancy on the board of directors of this corporation.

Article Nine. Indemnification.

The corporation shall defend and indemnify any officer or director who is a party to any threatened or pending lawsuit or to any civil or administrative action or proceeding by reason of the fact that the officer or director serves in such corporate capacity, as long as said officer or director acted in good faith and in the best interest of the corporation.

Officers and directors shall not be liable for the debts, liabilities or other obligations of the corporation and shall not be subject to any corporate assessments.

Article Ten. Bylaws.

Subject to the limitations contained in the bylaws, and any limitations set forth in the Florida Corporations Not for Profit Law, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, by following the procedure set forth in the bylaws.

Article Eleven. Dedication of Assets.

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any officer or director of the corporation, or to the benefit of any private individual.

Article Twelve. Distribution of Assets.

Upon dissolution or winding up of this corporation, all assets remaining after payment or provision for payment of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation or corporation that is organized and operated as a governmental agency or exclusively for charitable purposes and is a tax-exempt organization under section 501(c)(3) of the United States Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

Article Thirteen. Amendment of Articles.

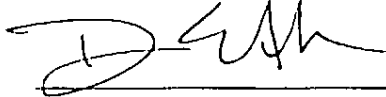
Amendments to these Articles of Incorporation and any subsequent Amendments thereto may be adopted by a majority vote of the total number of directors on the board of directors.

These Amended and Restated Articles of Incorporation are effective on November 1, 2024.

* * * * *

CERTIFICATE

I, Dane Allen, Secretary of HealthPark Care Center, Inc., certify that the foregoing Amended and Restated Articles of Incorporation of HealthPark Care Center, Inc., Inc. contains amendments to said Articles of Incorporation and that the restated document including the amendments were adopted by the Board of Directors on the 29th day of October, 2024. There are no members of the corporation.

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

Dane Allen, Secretary
HEALTHPARK CARE CENTER, INC.