

N96000001342

CSC-TALLAHASSEE

Requester's Name

1201 Hays Street  
Address

TLH, FL 32301  
City/State/Zip

521-1000  
Phone #

CSC Contact:

Kelly

Account Number: 072100000032

Order Number:

Cost Limit:\$

35<sup>00</sup>

Authorization:

Patricia Pizot

Office Use Only

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

1. FLORIDIANS For Health Care, Inc.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☒ Walk in

☐ Mail out

☒ Pick up time

☐ Will wait

☒ Photocopy

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☐ 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

G. COULLETTE SEP 20 2000

Examiner's Initials

FILED  
00 SEP 20 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
to  
ARTICLES OF INCORPORATION  
of  
FLORIDIANS FOR HEALTH CARE, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (Indicate Article Number(s) Being Amended, Added or Deleted.)

SECOND: The date of adoption of the amendment(s) was: August 1, 2000

THIRD: Adoption of Amendment (Check One)

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

FLORIDIANS For Health Care, Inc.  
Corporation Name

Mildred Nordlinger, Exec. Director  
Signature of Chairman, Vice Chairman, President or other officer

Mildred Nordlinger, Exec. Director  
Typed or printed name

Exec. Director  
Title

Sept. 18, 2000  
Date

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
FLORIDIANS FOR HEALTH CARE, INC.  
a Florida not-for-profit corporation

Pursuant to Section 617.1002 and 617.1007 of the Florida Statutes, the Board of Trustees pursuant to unanimous Resolution dated Tuesday, August 1, 2000, have amended and restated the Articles of Incorporation of said corporation filed in 1996 in their entirety, and pursuant to Section 617.1007, have adopted the following Amended and Restated Articles of Incorporation and shall be the sole reference and all inclusive of all provisions of the Corporation's Articles of Incorporation for all purposes.

ARTICLE I. NAME AND ADDRESS

The Name of the Corporation shall continue to be Floridians For Health Care, Inc. The street address and mailing address of the principal office of the Corporation is 1114 Eleventh Lane, Palm Beach Gardens, Florida 33418.

ARTICLE II. PURPOSES

- a. The educational purposes of the Corporation shall be to serve as an organization whose activities consist of presenting public discussion groups, forums, panels, lectures or other similar programs on the issues of community health care concerns. Such programs may be on radio or television.
- b. The Corporation's charitable purpose shall be the advancement of health care education to

the public and promotion of the social health care welfare.

- c. The Corporation shall cooperate with other health care systems, health planning agencies and other health, welfare and community organizations in meeting community needs by education of the public on vital health care issues and providing technical assistance to support health care concerns.
- d. To make gifts, grants or donations to other exempt charitable organizations
- e. To educate and protect all health care rights of the individual such as right to die directions and reproductive health services for women.
- f. To further promote and support the benevolent, charitable, scientific and educational activities of organizations which qualify as exempt organizations under Section 501(c)(3) of the Code.
- g. To engage in such pursuits as may be necessary or incidental, or which may aid and assist, in carrying out the Corporations's mission and purposes.
- h. To solicit and raise funds and endowments, and to receive by way of gift, purchase, grant, devise, will or otherwise, property, real, personal or mixed, and to hold, use, maintain, lease, donate, pledge, encumber, sell, convey and otherwise dispose of all such property in the furtherance of the mission and purposes of this Corporation in conformity with the reservation of powers in the Bylaws.

### ARTICLE III. POWERS

Except as may be limited by these Articles of Incorporation or the Corporations' Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its tax-exempt

purposes as are now or may hereafter be conferred on not-for-profit corporations under the laws of the State of Florida.

#### ARTICLE IV. LIMITATION ON ACTIVITIES

No part of the Corporation's net earnings shall inure to the benefit of any Member, contributor, Trustee, Officer or other individual; no substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, except to the extent permitted by Section 501(h) of the Code; the Corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office; and upon any dissolution or liquidation of this Corporation, its assets remaining after all debts and expenses have been paid or provided for shall be distributed pursuant to a plan of distribution to one or more organizations qualifying for the exemption afforded by Section 501(c)(3) of the Code. Notwithstanding any other provision hereof, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization which is tax-exempt under the provisions of Section 501(c)(3) of the Code.

#### ARTICLE V. TERM OF EXISTENCE

The Corporation shall have perpetual existence.

#### ARTICLE VI. MEMBERSHIP

The Board of Trustees of the Corporation shall be the sole voting members of the Corporation and the Trustees shall determine the qualifications of other non-voting membership

classes from time to time.

#### ARTICLE VII. BOARD OF TRUSTEES

The business and affairs of this Corporation shall be managed by the Board of Trustees, whose members are referred to herein as Trustees. The Trustees shall be elected, removed and hold office pursuant to the procedures set forth in the Corporation's Bylaws. As of the date of the filing of these Amended and Restated Articles of Incorporation, the names and addresses of the Trustees of the Corporation are as follows:

Joe Irwin	1114 Eleventh Lane Palm Beach Gardens, FL 33418
Mildred Nordlinger	3520 S. Ocean Blvd. South Palm Beach, FL 33480
Joseph Martin	4778 Spawn Lake Drive Palm Beach Gardens, FL 33418
Elna Laun	3520 S. Ocean Blvd. South Palm Beach, FL 33480
Robert Crowe	229 Walton Heath Drive Atlantis, FL 33462
David Prensky	44 Cocopnut Row Palm Beach, FL 33480
Marilyn Ray	8487 Via Dior Boca Raton, FL 33433

#### ARTICLE VIII. OFFICERS

The officers of the Corporation shall include a President, a Secretary and a Treasurer. The Corporation may have additional officers, assistant officers and agents, including without limitation, one or more Senior, Assistant or other Vice-Presidents, and Assistant Secretary and an

Assistant Treasurer. The Officers shall be elected, removed and hold office as provided in the Bylaws.

ARTICLE IX. REGISTERED OFFICE AND AGENT

Section 1. The street address of the registered office of the Corporation is 1601 Forum Place, Suite 403, West Palm Beach, Florida 33401.

Section 2. The name of the registered agent of this Corporation located at the address of the registered office is Elliot S. Shaw, Esq.

ARTICLE X. AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

No amendments or alterations to these Articles of Incorporation or the Bylaws of the Corporation shall be valid or effective unless adopted by a two-thirds (2/3) vote of the Board of Trustees.

ARTICLE XI. DISSOLUTION AND DISTRIBUTION

Upon the dissolution or liquidation of the Corporation, whether such be de jure or de facto, in whole or in part, the Corporation's Board of Trustees shall adopt a resolution recommending a plan of distribution and directing its submission to a vote by the Members of the Corporation. Assets of the Corporation shall be distributed only to such not-for-profit corporations as are exempt from taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) thereof.

The foregoing Amended and Restated Articles of Incorporation were unanimously adopted in accordance with the Bylaws of the Corporation on August 1, 2000. A certified copy of said Resolution is annexed hereto.

In witness whereof, the undersigned has executed these Amended and Restated Articles of Incorporation on behalf of the Corporation, this 18 day of September, 2000.

FLORIDIANS FOR HEALTHCARE, INC.

By: Joe Irwin  
Joe Irwin, Pres.

Elna Laun  
Elna Laun

Notary Janet M. Crowther  
9.19.00



Elna Laun  
Driver's Lic. No.  
L500.200.26.875.0

ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this \_\_\_ day of September, 2000, by Joe Irwin, President, and Elna Laun, Secretary of Floridians For Health Care, Inc., a Florida not-for-profit corporation, on behalf of such corporation. Such individual is personally known to me, and did take an oath.

Witness my hand and official seal at West Palm Beach, Florida, this \_\_\_ day of September, 2000.

\_\_\_\_\_  
Notary Public  
State of Florida

My commission expires:

ACCEPTANCE

I hereby agree to act as the Registered Agent for Floridians For Health Care, Inc, as states in the foregoing Amended and Restated Articles of Incorporation of said Corporation.

A handwritten signature in cursive script, reading "Elliot S. Shaw", is written over a horizontal line.

Elliot S. Shaw, Esq.  
Registered Agent