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Saw!

June 7, 1996

FEDERAL EXPRESS

Secretary of State  
Corporations Division  
402 E. Gaines Street  
Tallahassee, Florida 32301

RECEIVED  
JUN 11 1996  
TALLAHASSEE, FL  
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Dear Sir:

RE: Orange City Health Affiliates, Inc.

Please find enclosed the Articles of Incorporation for Orange City Health Affiliates, Inc. together with our check in the amount of \$122.50 (i.e., the Articles of Incorporation Fee, the Registered Agent Fee and the Certified Copy Fee) which we understand is the filing fee for recording the enclosed document.

Should you have any questions regarding the enclosures, please give us a call.

Sincerely,

*Darin Stewart*

Darin Stewart  
Staff Attorney, Legal Services

Enclosures (2)

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6/12/96  
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**ARTICLES OF INCORPORATION**  
of  
Orange City Health Affiliates, Inc.

The undersigned, a citizen of the U. S. A. acting as Incorporator, executes these Articles of Incorporation for the purpose of forming, and does hereby form, a not for profit corporation pursuant to the Florida Not For Profit Corporation Act, as amended, Chapter 617, Florida Statutes, in accordance with the following provisions:

**ARTICLE I**  
Name/Address

The name of the Corporation is Orange City Health Affiliates, Inc. (the "Corporation"). Its principal office and mailing address is 1055 Saxon Boulevard, Orange City, Florida 32763-8468.

**ARTICLE II**  
Purposes/Restrictions

Section 2.1 Purposes. This is a not for profit corporation organized for general charitable purposes permitted for not for profit corporations that are organized under the Florida Not For Profit Corporation Act and it shall be organized and at all times thereafter operated, exclusively for public charitable, educational, and scientific uses and purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The primary purpose for which the

Corporation is formed is to facilitate and promote quality health care for all residents of Volusia County, Florida. In furtherance of such purpose, the Corporation shall have full power and authority:

- (a) To provide and to support the provision of hospital or medical care and services and to carry out directly or indirectly, related health care functions;
- (b) To lease, manage, or own and operate, directly or indirectly, hospitals, health care facilities, and other related facilities;
- (c) To employ physicians and other health care personnel;
- (d) To promote the delivery of health care to the general public by providing services and resources to hospitals and other health care organizations and to support and provide for medical education and research; and
- (e) To perform all other acts necessary or incidental to the above and to do whatever is deemed necessary, useful, advisable or conducive, directly or indirectly as determined by the Board of Directors, to

carry out any of the purposes of the Corporation.

Section 2.2     Restrictions. This Corporation is purely charitable, and none of its properties, real or personal will benefit any director, officer, or any private shareholder or individual but will ever be used for carrying into effect its general charitable purpose.

No part of the net earnings of the Corporation will inure to the benefit of, or be distributed to its directors, officers or other private persons, except that the Corporation will 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 this Article.

No substantial part of the activities of the Corporation will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation will 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 the Articles, the Corporation will 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, as amended (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, as amended (or the corresponding provision of any future United States Internal Revenue Law).

This Corporation will not engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

#### ARTICLE III

##### Member

The Corporation shall have no members. The Board of Directors shall be self perpetuating.

#### ARTICLE IV

##### Duration

The term of existence of the Corporation is perpetual.

ARTICLE V  
The Board of Directors

The Board of Directors shall be self perpetuating.  
The Incorporator will appoint three (3) members to the Board of Directors in accordance with the provisions of the Bylaws for the Corporation. Members of the Board of Directors shall have the powers and duties set forth in these Articles of Incorporation and in the Bylaws, to the extent that such powers and duties are not inconsistent with the status of the Corporation as a not for profit corporation that is exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and that is other than a private foundation within the meaning of section 509(a) of the Internal Revenue Code of 1986, as amended.

The initial board of directors will be as follows:

W. Jack Gillis, 3514 Oletha Drive, Apopka, Florida 32703.

Robert Murphy, Jr., 117 Spring Chase Circle, Altamonte  
Springs, Florida 32714.

George Woodruff, 1978 Doyle Road, Deltona, Florida 32738.

ARTICLE VI  
Registered Office and Resident Agent

Section 6.1     Designation of Resident Agent. The resident agent of the Corporation is J. Darin Stewart, Esquire. The street address of the registered office of the Corporation in the state of Florida is:

Adventist Health System Sunbelt  
Healthcare Corporation  
111 North Orlando Avenue  
Winter Park, FL 32789-3675

ARTICLE VII  
Dissolution

This Corporation is not organized, nor will it be operated, for pecuniary gain or profit and it does not contemplate the distribution of gains, profits, or dividends to private individuals and it is organized solely for not for profit purposes. The property, assets, profits and net income of this Corporation are dedicated to charitable purposes and no part of the profits and net income of this Corporation will ever inure to the benefit of any director, officer or to the benefit of any private shareholder or individual. The Board of Directors will adopt a resolution recommending that the Corporation will be dissolved. A resolution to dissolve the Corporation will be adopted upon receiving at least two-thirds (2/3) of the votes of the Board of Directors present at such meeting whereat a quorum is present or represented by proxy.

ARTICLE VIII  
Distribution of Assets

The Board of Directors will adopt a resolution recommending a plan of distribution. Such plan of distribution will be adopted upon receiving at least two-thirds (2/3) of the votes of the

Board of Directors present at such meeting whereat a quorum is present or represented by proxy. Upon dissolution or winding up of this Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this Corporation, and after considering all restrictions, conditions, and limitations on such assets, will be distributed to a corporation organized and operated exclusively for religious and charitable purposes and that is exempt from federal income taxes pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and that has been granted denominational status by the General Conference of Seventh-day Adventists.

ARTICLE IX  
Incorporator

The name and address of the Incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
J. Darin Stewart	111 N. Orlando Avenue Winter Park, FL 32789-3675

ARTICLE X  
Bylaws

Section 10.1 Adoption of Bylaws. The initial Bylaws shall be adopted by the Incorporator. Thereafter any amendments to or a restatement of the Bylaws shall be adopted by the Board of Directors.



Section 10.2 Amendment of Bylaws. Subject to the limitations contained in the Bylaws and any limitations set forth in the Florida Not For Profit Corporation Act, 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 XI

##### Dedication of Assets

The property of this Corporation is permanently and irrevocably dedicated to educational and charitable purposes, and no part of the net income or assets of this Corporation will ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

#### ARTICLE XII

##### Amendment of Articles of Incorporation

Amendments to the Articles of Incorporation will be adopted by the Board of Directors. The proposed amendment will be adopted upon receiving at least two thirds (2/3) of the votes of the Board of Directors present at the meeting whereat a quorum (as defined in the Bylaws) is present or represented by proxy.

I, THE UNDERSIGNED, being the Incorporator of this Corporation,  
for the purpose of forming this not for profit corporation under  
the laws of the state of Florida, have executed the Articles of  
Incorporation this 7<sup>th</sup> day of June, 19 46.

J. Darin Stewart  
J. Darin Stewart, Esq.  
Incorporator  
Adventist Health System Sunbelt  
Healthcare Corporation  
111 North Orlando Avenue  
Winter Park, FL 32789-3675

Acceptance by Registered Agent

Having been named to accept service of process as the registered  
agent for the corporation, at the place designated in this  
Article, the undersigned individual hereby agrees to act in this  
capacity, and further agrees to comply with the provisions of all  
statutes relative to the proper and complete discharge of his  
duties.

Dated this 7<sup>th</sup> day of June, 19 46.

By: J. Darin Stewart  
J. Darin Stewart

STATE OF FLORIDA  
COUNTY OF ORANGE

FILED  
96 JUN 10 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 7th  
day of June, 1996, by J. Darin Stewart, who is  
personally known to me and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
7th day of June, 1996

Suzanne R. Keller  
Notary Public

My commission expires: 12/20/98



SUZANNE R. KELLER  
My Comm Exp. 12/20/98  
Bonded By Service Ins  
No. CC419856

☒ Personally Known ☐ Other I.D.

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FEDERAL EXPRESS

June 28, 1996

Secretary of State  
Corporations Division  
409 E. Gaines Street  
Tallahassee, FL 32399

HEALTH SYSTEM  
SUNBELT  
HEALTH CARE CORPORATION

111 South Main Street  
Wichita Park, FL 32789-1672  
402-647-1400

RE: Articles of Restatement  
Articles of Merger  
Saxon Medical Center Corporation  
and Saxon Hospital Corporation

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Dear Madam/Sir:

Enclosed please find two checks in the amount of \$87.50 each which we understand is the fee for filing the enclosed Articles of Restatement and returning a certified copy to our attention for each of the following corporations: Saxon Medical Center Corporation and Saxon Hospital Corporation.

Also enclosed are two checks in the amount of \$70.00 each which we understand is the filing fee for filing the Articles of Merger and Plan (i.e., two (2) parties to the Merger) for the following corporations: Saxon Medical Center Corporation and Saxon Hospital Corporation.

Please place of record first the Articles of Restatement for each corporation followed thereafter by the Articles of Merger. Upon recording both, we would ask that you return to my attention a certified copy of the Articles of Incorporation for Orange City Health Affiliates, Inc. which will include the Articles of Merger. Our check in the amount of \$52.50 is provided for this purpose.

Thank you for your help in this matter.

Sincerely,



T. L. Trimble  
Vice President, Legal Services

TLT/mkt  
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N. HEDRICKS JUL - 9 1996

Enclosures

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**ARTICLES OF MERGER**  
**Merger Sheet**

**MERGING:** -----

**SAXON HOSPITAL CORPORATION, A FLORIDA CORPORATION, N40967**

**INTO**

**ORANGE CITY HEALTH AFFILIATES, INC., a Florida corporation,**  
**NU8003003134.**

**File date: July 1, 1996**

**Corporate Specialist: Nancy Hendricks**

ARTICLES OF MERGER

TO DEPARTMENT OF STATE  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

FILED  
96 JUL -1 12 11:16  
RECEIVED  
TALLAHASSEE, FLORIDA

1. The undersigned corporations have adopted an Agreement and Plan of Merger, a copy of which is attached hereto as Exhibit "A" and incorporated herein by reference.
2. The name of the surviving corporation is Orange City Health Affiliates, Inc., a Florida not for profit corporation.
3. No changes in the Articles of Incorporation of the surviving corporation have been made.
4. The Agreement of Merger of the undersigned corporations was adopted pursuant to Sections 617.1103 of the Florida Not-For-Profit Corporation Act.
5. The merger of the undersigned corporations will become effective on the date the Certificate of Merger is issued by the Division of Corporations.
6. The Board of Directors of each of the undersigned corporations have adopted the Plan and Agreement of Merger.
7. The Members of Orange City Health Affiliates, Inc. adopted the Agreement of Merger at a meeting called and held for that purpose on the 13th day of June, 1996, at which meeting a quorum was present and voting and such Plan and Agreement of Merger was ratified and approved by at least two-thirds of the members present and entitled to vote.
8. The members of Saxon Hospital Corporation adopted the Agreement of Merger at a meeting on June 13, 1996 to be effective as of the 27th day of June, 1996.

DATED: June 27, 1996 Orange City Health Affiliates, Inc.

BY: Robert B. Murphy Jr.  
Title: Vice President

Saxon Hospital Corporation

BY: Robert B. Murphy Jr.  
Title: Vice President

# EXHIBIT A

## AGREEMENT OF MERGER

This Agreement is made this 27th day of June, 1996 by and between Orange City Health Affiliates, Inc. a Florida Not For Profit Corporation, and Saxon Hospital Corporation, a Florida Not For Profit Corporation, hereinafter referred to as said corporations being sometimes hereinafter collectively referred to as "Constituent" Corporations."

### RECITALS:

- A. The respective Boards of Directors and Members of the Constituent Corporations deem it advisable that Saxon Hospital Corporation (the "Disappearing Corporation") be merged into Orange City Health Affiliates, Inc. (the "Surviving Corporation"), under the laws of the State of Florida, in the manner provided therefor pursuant to Section 617.1101 of the Florida Not-For-Profit Corporation Act.
- B. The respective Boards of Directors and Members of the Constituent Corporations have agreed that no changes or amendments in the Articles of Incorporation of the Surviving Corporation will be made.

Now, Therefore, in consideration of the premises and the mutual agreements hereinafter contained, the Constituent Corporations have agreed and do hereby agree, to merge upon the terms and conditions hereinbelow set forth.

- 1. *Agreement to Merge.* The Constitution Corporations hereby agree that Saxon Hospital Corporation the Disappearing Corporation, shall be merged into Orange City Health Affiliates, Inc., the Surviving Corporation.
- 2. *Name of Merged Corporation.* The name of the Surviving Corporation shall be Orange City Health Affiliates, Inc.
- 3. *Principal Office of Surviving Corporation.* The principal office of the Surviving Corporation shall be located at the following address: 1055 Saxon Boulevard, Orange City, Volusia County, Florida 32763

4. *Purposes of Surviving Corporation.* The purposes of the Surviving Corporation are to engage in any lawful acts or activities for which such corporations may be formed under Chapter 617 of the Florida Statutes.
5. *Board of Directors of Surviving Corporation.* The Board of Directors of the Surviving Corporation shall be the individuals who are the current members of the Board of Directors of Orange City Health Affiliates, Inc.
6. *Registered Agent of Surviving Corporation.* The individual hereinafter named shall be the registered agent for the Surviving Corporation, at the Address hereinbelow set forth, upon whom process, notices and demands against Orange City Health Affiliates, Inc. or Saxon Hospital Corporation may be served: 1055 Saxon Boulevard, Orange City, Volusia County, Florida 32763.
7. *Assets of Disappearing Corporation.* All property, real, personal and mixed and all debts due on whatever account, and all other choses in action and all and every other interest of or belonging to or due to Saxon Hospital Corporation shall be deemed to be transferred, conveyed to and vested in the Surviving Corporation without further act or deed and the title to or any interest in any real estate vested in such corporations shall not revert or be in any way impaired by reason of such merger.
8. *Liabilities of Disappearing Corporation.* The Surviving Corporation shall assume, and hence forth be responsible and liable for, all the liabilities and obligations of the Disappearing Corporation and any claim existing, or action or proceeding pending by or against Saxon Hospital Corporation may be prosecuted as if such merger had not taken place or the Surviving Corporation may be substituted in its place.
9. *Articles of Incorporation of Surviving Corporation.* The Articles or Certificate of Incorporation of the Surviving Corporation shall not be amended and shall



continue to be the Articles or Certificate of Incorporation of the Surviving Corporation in its present form and content.

10. *Bylaws of Surviving Corporation.* The Bylaws of the Surviving Corporation shall continue in its present form and content, to be the Bylaws of the Surviving Corporation.
11. *Effective Date of Agreement.* This Agreement shall become effective as of 5:00 p.m. on June 27, 1996.
12. *Officers of Surviving Corporation.* On the effective date of the merger, the following persons shall be elected to the offices hereinbelow described, to serve in such capacities until the next annual meeting of the Board of Directors, or until their successors shall be elected and shall qualify:

President:	Jack Gillis
Vice President/	
Assistant Secretary:	Robert Murphy
Secretary:	George Woodruff
Treasurer:	George Woodruff
13. *Employees of Disappearing Corporation.* The Disappearing Corporation has no employees.
14. *Management and Decisions by Board of Directors of Surviving Corporation.* Following effective date of the merger, all decisions shall be made by the Board of Directors of the Surviving Corporation.

In Witness Whereof, the Constituent Corporations have caused their respective corporate names to be signed hereto by their respective Presidents and Secretaries, thereunto duly authorized by the respective Board of Directors and Members thereof, the day and year first above written.

Signed in Presence of:

Orange City Health  
Affiliates Inc.

Kenneth B. Smith  
For Debra A. Smith  
As to Surviving  
Corporation

By: Robert B. Murphy Jr  
Title: Vice President

Saxon Hospital Corporation

Kenneth B. Smith  
For Debra A. Smith  
As to Disappearing  
Corporation

By: Robert B. Murphy Jr  
Title: Vice President

N96 000002134

FEDERAL EXPRESS

HEALTH SYSTEM  
SUNBELT  
HEALTHCARE CORPORATION

June 28, 1996

111 NORTH ORLANDO AVENUE  
WINTER PARK, FL 32789-3675  
407-647-4400

Secretary of State  
Corporations Division  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Articles of Restatement  
Articles of Merger  
Saxon Medical Center Corporation  
and Saxon Hospital Corporation

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-07/02/96--01116--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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Dear Madam/Sir:


Enclosed please find two checks in the amount of \$87.50 each which we understand is the fee for filing the enclosed Articles of Restatement and returning a certified copy to our attention for each of the following corporations: Saxon Medical Center Corporation and Saxon Hospital Corporation.

Also enclosed are two checks in the amount of \$70.00 each which we understand is the filing fee for filing the Articles of Merger and Plan (i.e., two (2) parties to the Merger) for the following corporations: Saxon Medical Center Corporation and Saxon Hospital Corporation.

Please place of record first the Articles of Restatement for each corporation followed thereafter by the Articles of Merger. Upon recording both, we would ask that you return to my attention a certified copy of the Articles of Incorporation for Orange City Health Affiliates, Inc. which will include the Articles of Merger. Our check in the amount of \$52.50 is provided for this purpose.

Thank you for your help in this matter.

Sincerely,



T. L. Trimble  
Vice President, Legal Services

M HENDRICKS JUL - 9 1996

TLT/mkt  
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Enclosures

merged

**ARTICLES OF MERGER**  
**Merger Sheet**

**MERGING:** -----

**SAXON MEDICAL CENTER CORPORATION, A FLORIDA CORPORATION,**  
**N40281**

**INTO**

**ORANGE CITY HEALTH AFFILIATES, INC., a Florida corporation,**  
**N96000003134.**

**File date: July 1, 1996**

**Corporate Specialist: Nancy Hendricks**

ARTICLES OF MERGER

To DEPARTMENT OF STATE  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

FILED  
96 JUL -1 AM 11:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The undersigned corporations have adopted an Agreement and Plan of Merger, a copy of which is attached hereto as Exhibit "A" and incorporated herein by reference.
2. The name of the surviving corporation is Orange City Health Affiliates, Inc., a Florida not for profit corporation.
3. No changes in the Articles of Incorporation of the surviving corporation have been made.
4. The Agreement of Merger of the undersigned corporations was adopted pursuant to Sections 617.1103 of the Florida Not-For-Profit Corporation Act.
5. The merger of the undersigned corporations will become effective on the date the Certificate of Merger is issued by the Division of Corporations.
6. The Board of Directors of each of the undersigned corporations have adopted the Plan and Agreement of Merger.
7. The Members of Orange City Health Affiliates, Inc. adopted the Agreement of Merger at a meeting called and held for that purpose on the 13th day of June, 1996, at which meeting a quorum was present and voting and such Plan and Agreement of Merger was ratified and approved by at least two-thirds of the members present and entitled to vote.
8. The members of Saxon Medical Center Corporation adopted the Agreement of Merger at a meeting on June 13, 1996 to be effective as of the 27th day of June, 1996.

DATED: June 27, 1996 Orange City Health Affiliates, Inc.

By: Robert B. Murphy Jr.  
Title: VICE President

Saxon Medical Center Corporation

By: Robert B. Murphy Jr.  
Title: VICE President

**EXHIBIT E**

**AGREEMENT OF MERGER**

This Agreement is made this 27th day of June, 1996 by and between Orange City Health Affiliates, Inc. a Florida Not For Profit Corporation, and Saxon Medical Center Corporation, a Florida Not For Profit Corporation, hereinafter referred to as said corporations being sometimes hereinafter collectively referred to as "Constituent Corporations."

**RECITALS:**

- A. The respective Boards of Directors and Members of the Constituent Corporations deem it advisable that Saxon Medical Center Corporation (the "Disappearing Corporation") be merged into Orange City Health Affiliates, Inc. (the "Surviving Corporation"), under the laws of the State of Florida, in the manner provided therefor pursuant to Section 617.1101 of the Florida Not-For-Profit Corporation Act.
- B. The respective Boards of Directors and Members of the Constituent Corporations have agreed that no changes or amendments in the Articles of Incorporation of the Surviving Corporation will be made.

Now, Therefore, in consideration of the premises and the mutual agreements hereinafter contained, the Constituent Corporations have agreed and do hereby agree, to merge upon the terms and conditions hereinbelow set forth.

- 1. *Agreement to Merge.* The Constitution Corporations hereby agree that Saxon Medical Center Corporation the Disappearing Corporation, shall be merged into Orange City Health Affiliates, Inc., the Surviving Corporation.
- 2. *Name of Merged Corporation.* The name of the Surviving Corporation shall be Orange City Health Affiliates, Inc.
- 3. *Principal Office of Surviving Corporation.* The principal office of the Surviving Corporation shall be located at the following address: 1055 Saxon Boulevard, Orange City, Volusia County, Florida 32763

4. *Purposes of Surviving Corporation.* The purposes of the Surviving Corporation are to engage in any lawful acts or activities for which such corporations may be formed under Chapter 617 of the Florida Statutes.
5. *Board of Directors of Surviving Corporation.* The Board of Directors of the Surviving Corporation shall be the individuals who are the current members of the Board of Directors of Orange City Health Affiliates, Inc.
6. *Registered Agent of Surviving Corporation.* The individual hereinafter named shall be the registered agent for the Surviving Corporation, at the Address hereinbelow set forth, upon whom process, notices and demands against Orange City Health Affiliates, Inc. or Saxon Medical Center Corporation may be served: 1055 Saxon Boulevard, Orange City, Volusia County, Florida 32763.
7. *Assets of Disappearing Corporation.* All property, real, personal and mixed and all debts due on whatever account, and all other choses in action and all and every other interest of or belonging to or due to Saxon Medical Center Corporation shall be deemed to be transferred, conveyed to and vested in the Surviving Corporation without further act or deed and the title to or any interest in any real estate vested in such corporations shall not revert or be in any way impaired by reason of such merger.
8. *Liabilities of Disappearing Corporation.* The Surviving Corporation shall assume, and hence forth be responsible and liable for, all the liabilities and obligations of the Disappearing Corporation and any claim existing, or action or proceeding pending by or against Saxon Medical Center Corporation may be prosecuted as if such merger had not taken place or the Surviving Corporation may be substituted in its place.
9. *Articles of Incorporation of Surviving Corporation.* The Articles or Certificate of Incorporation of the

Surviving Corporation shall not be amended and shall continue to be the Articles or Certificate of Incorporation of the Surviving Corporation in its present form and content.

10. *Bylaws of Surviving Corporation.* The Bylaws of the Surviving Corporation shall continue in its present form and content, to be the Bylaws of the Surviving Corporation.
11. *Effective Date of Agreement.* This Agreement shall become effective as of 5:00 p.m. on June 27, 1996.
12. *Officers of Surviving Corporation.* On the effective date of the merger, the following persons shall be elected to the offices hereinbelow described, to serve in such capacities until the next annual meeting of the Board of Directors, or until their successors shall be elected and shall qualify:

President:	Jack Gillis
Vice President/	
Assistant Secretary:	Robert Murphy
Secretary:	George Woodruff
Treasurer:	George Woodruff
13. *Employees of Disappearing Corporation.* The Disappearing Corporation has no employees.
14. *Management and Decisions by Board of Directors of Surviving Corporation.* Following effective date of the merger, all decisions shall be made by the Board of Directors of the Surviving Corporation.

In Witness Whereof, the Constituent Corporations have caused their respective corporate names to be signed hereto by their respective Presidents and Secretaries, thereunto duly authorized by the respective Board of Directors and Members thereof, the day and year first above written.



Signed in Presence of:

Orange City Health  
Affiliates Inc.

Kerry Branch  
J. Davis Steward  
As to Surviving  
Corporation

By: Robert B. Murphy Jr.  
Title: Vice President

Saxon Medical Center  
Corporation

Kerry Branch  
J. Davis Steward  
As to Disappearing  
Corporation

By: Robert B. Murphy Jr.  
Title: Vice President

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