

1201 HAYS STREET
TALLAHASSEE, FL 32309-3607

800-442-8086



ACCOUNT NO. : 072100000032

REFERENCE : 119008 4323655

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 14, 1996

ORDER TIME : 9:54 AM

ORDER NO. : 119008-005

CUSTOMER NO: 4323655

CUSTOMER: Katherine Russell, Legal Asst
ANNIS MITCHELL COCKEY EDWARDS
& ROEHN, P.A.
Suite 2100
One Tampa City Center
Tampa, FL 33602

119008-005
10/14/96 10:00 AM
*****701.75 *****701.75

DOMESTIC FILING

NAME: SUNCOAST ADULT CYSTIC FIBROSIS
TASK FORCE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: _____

FILED
96 OCT 14 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT 14 AM 11:35
DIVISION OF INFORMATION

W-21807
KR 1015
10.16.96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

RESUBMIT

Please give original
submission date as file date.

October 15, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: SUNCOAST ADULT CYSTIC FIBROSIS TASK FORCE, INC.
Ref. Number: W96000021807

We have received your document for SUNCOAST ADULT CYSTIC FIBROSIS TASK FORCE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 096A00047092

96 OCT 16 AM 11:23
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF THE
SUNCOAST ADULT CYSTIC FIBROSIS TASK FORCE, INC.**

FILED
95 OCT 14 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned natural persons of legal age, acting as Incorporators for the purpose of creating a corporation not for profit under the laws of the State of Florida, as provided in Chapter 617 of the Florida Statutes, do agree to the following:

**ARTICLE I
Name**

The name of this Corporation is **Suncoast Adult Cystic Fibrosis Task Force, Inc.**

**ARTICLE II
Principal Place of Business and Mailing Address**

The principal place of business and the mailing address of this corporation shall be: **Suncoast Adult Cystic Fibrosis Task Force, Inc., c/o Suncoast Health Council, Inc., 9721 Executive Center Drive, Suite 114, St. Petersburg, Florida 33702.**

**ARTICLE III
Purpose**

The purpose of the Suncoast Adult Cystic Fibrosis Task Force, Inc. is to advocate for, and support the needs of, adults with Cystic Fibrosis. The Suncoast Adult Cystic Fibrosis Task Force, Inc. seeks to expand access to appropriate medical care and support services for adults with Cystic Fibrosis by educating and informing the community regarding the needs of adults with Cystic Fibrosis; serving as a referral resource for adults with, and individuals affected by, Cystic Fibrosis; and developing a program model to provide financial support for the specialized medical care and nutritional and equipment support needs of adults with Cystic Fibrosis.

**ARTICLE IV
Members**

The Corporation shall have members, the private property of whom shall not be liable for the debts of the Corporation. The members of the Corporation shall be those persons serving from time to time on the Board of Directors of the Corporation and such other persons as may be selected by the Board of Directors. Qualifications, admission, termination and all other terms and conditions of membership shall be set by the By-Laws of the Corporation as they now or hereafter exist from time to time.

ARTICLE V
Manner of Election of Board of Directors

This Corporation shall initially have 17 Directors who shall serve without compensation. The number of directors may be changed from time to time, by the by-laws, but shall never be less than four (4). The Board of Directors shall be members of the Corporation representing the following professional groups or interest categories:

<u>BOARD CATEGORIES</u>	<u># OF MEMBERS</u>
a. Cystic Fibrosis Client/Consumer	3
b. Community or Business Leader	2
c. Health Care Attorney	1
d. Local Government	1
e. Health System Provider	3
f. Health Care Practitioner	1
g. Human Service Provider	2
h. Health Insurer	1
j. CF Alliance, Inc. (Representative From)	1
k. Florida Cystic Fibrosis, Inc. (Representative From)	1
l. Lifetime Member At-Large	1

The method of election of directors shall be stated in the bylaws.

ARTICLE VI
Officers

The Officers of the Corporation shall be a President, Vice President, Secretary and Treasurer and such other officers as may be identified by the Corporation bylaws. The names of the persons who are to serve as officers of the Corporation and initial members of the Board of Directors are:

OFFICERS

President: Anthony Clarizio 7249 Bryan Dairy Road, Largo, Florida 33777
Vice President: Scott Cash 9495 Blind Pass Road, #503, St. Petersburg, Florida 33706
Secretary: Nathan Winton 9721 Executive Center Dr., Suite 114, St. Petersburg, FL
Treasurer: Bob Costello 9721 Executive Center Dr., Suite 114, St. Petersburg, 33702
FL 33702

ARTICLE VII
Limitations of Corporate Powers

In order to promote the purposes of this Corporation, it may acquire property by grant, purchase, devise or bequest and hold and dispose of such property as the Corporation shall require for the benefit of the members and not for monetary profit.

ARTICLE VIII
Initial Registered Agent and Street Address

The name and street address of the initial registered agent is: Elizabeth Rugg, Executive Director, Suncoast Health Council, Inc., 9721 Executive Center Drive, Suite 114, St. Petersburg, Florida 33702.

ARTICLE IX
Incorporators

The names and street address of the Incorporators for these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Patricia Bell	11351 Ulmerton Road, Suite 100, Largo, Florida 34648
Dr. David Buby	12291 70th Street North, Largo, Florida 34643
Scott Cash	9495 Blind Pass Road, #503, St. Petersburg Beach, FL 33706
Anthony Clarizio	7249 Bryan Dairy Road, Largo, Florida 33777
David Kirby	4601 8th Avenue North, St. Petersburg, Florida 33713
Elizabeth Rugg	9721 Executive Center Drive, St. Petersburg, FL 33702

ARTICLE X
Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively to a non-profit charitable health care organization, or for charitable, scientific or educational purposes in such manner and to such qualified organizations as the Board of Directors shall determine. Any of such assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the Corporation is then located exclusively for the aforesaid purposes of the Corporation to such qualified organization or organizations as said court shall determine. For purposes of this Article, an organization is a "qualified organization" only if, at the time of receiving such assets, it is operated exclusively for the purposes described in Section 170(1) or

170(2)(b) of the Internal Revenue Code of 1986 and is described in section 509(a)(1), (2) or (3) of said code. Any reference in these Articles to a section of the Code shall be interpreted to include a reference to the corresponding provisions of any applicable future United States Internal Revenue Code.

ARTICLE XI By-Laws

The Board of Directors of this Corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice the by-laws may be amended, altered, or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE XII Amendments

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present.

Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws, of intention to submit such amendments.

The undersigned Incorporators have executed these Articles of Incorporation this 10th day of September, 1996.

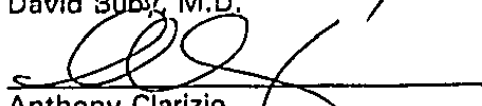
Signatures of Incorporators:

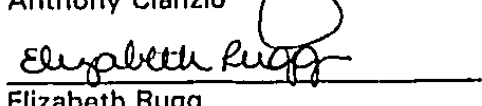

Patricia Bell


Scott Oash


David Kirby


David Buby, M.D.


Anthony Clarizio


Elizabeth Rugg

**CERTIFICATE OF DESIGNATED REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0601 OR 617.0601, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

Suncoast Adult Cystic Fibrosis Task Force, Inc.

2. The name and address of the registered agent and office is:

**Elizabeth Rugg
9721 Executive Center Drive, Suite 114
St. Petersburg, Florida 33702**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Elizabeth Rugg
Elizabeth Rugg

9/11/96
Date

FILED
96 OCT 14 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA