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FROM: H.D. ROBUCK, JR., P.A.
CONTACT: KAREN A DAVIS
PHONE: (352)326-3455

ACCT#: 072100000162

FAX #: (352)365-0055

NAME: CENTRAL FLORIDA HEALTH CARE DEVELOPMENT FOUN
AUDIT NUMBER.....H97000019703
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FLORIDA DEPARTMENT OF STATE
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December 1, 1997

H D ROBUCK JR PA

SUBJECT: CENTRAL FLORIDA HEALTH CARE DEVELOPMENT FOUNDATION, INC.
REF: W97000026709

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Freida Chesser
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ARTICLES OF INCORPORATION

OF

**CENTRAL FLORIDA HEALTH CARE DEVELOPMENT FOUNDATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

ARTICLE I

Name

The name of the Corporation is Central Florida Health Care Development Foundation,
Inc.

ARTICLE II

Perpetual Existence

The Corporation shall have perpetual existence.

ARTICLE III

Principal Office

The street address of the initial principal office of the Corporation is 600 East Dixie
Avenue, Leesburg, FL 34748.

ARTICLE IV

Purposes

The Corporation is organized exclusively for charitable, educational and scientific
purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended,
or any subsequent Internal Revenue Law (the "Code") limited to the following:

1. To promote the general health of the residents of: the Northwest
Territory of the North Lake County Hospital District and that part
of Sumter County, Florida, east of Interstate 75 and north of
Highway 50 AND that area of Sumter County in Sections 4-10, 16-
18, 31 and 32; Township 20 South, Range 22 East AND the
following two areas in Marion County; Sections 28, 29, 30 and 32,
Township 17 South, Range 24 East (Weirsdale) and Sections 16-
21, Township 17 South, Range 23 East (Summerfield) (the
Corporation's "Service Area").
2. To receive by way of gift, purchase, grant, devise, will or
otherwise, property (whether real, personal or mixed), and to hold,
use, maintain, lease, grant, donate, pledge, encumber, loan, sell,
convey and otherwise dispose of all such property in furtherance
of the Corporation's objectives and purposes; and

H. D. Robuck, Jr., Esquire
610 E. Main Street
Leesburg, FL 34748
Fla. Bar #143815
(352) 326-3455

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3. To operate in connection with and exclusively for the benefit of and to carry out some or all of the purposes of Leesburg Regional Medical Center, Inc. ("LRMC") and Central Florida Health Care Development Corporation ("CFHCDC"), both of which are Florida not for profit corporations which are exempt from federal income taxation under Section 501(c)(3) of the Code, which promote or further the general health of the residents in the Corporation's Service Area and which are described in Section 509(a)(1) or (a)(2) of the Code.

ARTICLE V Limitation on Corporate Powers

The Corporation shall have all powers granted by law to not for profit corporations subject to the following limitations and/or restrictions. All of the assets and the earnings of the Corporation shall be used exclusively for charitable, religious, scientific or educational purposes within the meaning of Section 501(c)(3) of the Code, in the course of which operation:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, an individual, including the directors or officers of the Corporation, except that the Corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.
2. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the Code.
3. The Corporation shall not engage in any business which would disqualify it from being exempt from taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code.

ARTICLE VI Board Of Directors

Control of the affairs of the Corporation shall be vested in the Board of Directors. The Board of Directors of Corporation shall have such duties, serve such terms and be elected in such manner as provided for in the By-laws of the Corporation.

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ARTICLE VII**Initial Registered Office and Registered Agent**

The initial registered office of the Corporation is located at 610 East Main Street, Leesburg, FL 34748, and the initial registered agent at such office is H.D. Robuck, Jr., whose acceptance of appointment as registered agent for the Corporation is set forth below.

ARTICLE VIII**Distribution Upon Dissolution or Liquidation**

In the event of the dissolution or liquidation of the Corporation and after payment of just debts and liabilities, all remaining assets shall be distributed to (i) CFHCDC, or its successor, if then qualified as an organization exempt from tax pursuant to Section 501(c)(3) of the Code; (ii) or if CFHCDC is not then so qualified, then to LRMC, or its successor, if then qualified as an organization exempt from tax pursuant to Section 501(c)(3) of the Code; (iii) or if LRMC is not then so qualified, then to such charitable, religious, scientific or educational organization or organizations which would then qualify as exempt from tax under Section 501(c)(3) of the Code, as designated by a circuit court in Lake County, Florida. No director, officer or private individual shall be entitled to share in the dissolution of any Corporate assets upon dissolution of the Corporation.

ARTICLE IX**Incorporator**

The name of the incorporator of the Corporation is R. Richard Boliek, whose street address is 3391 West Highway 44, Leesburg, FL 34748.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Incorporation as of November 26th, 1997.

INCORPORATOR


R. RICHARD BOLIEK

CONSENT OF INITIAL REGISTERED AGENT

I, H.D. Robuck, Jr., hereby accept and consent to my appointment as registered agent of Central Florida Health Care Development Foundation, Inc.


H.D. ROBUCK, JR.

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(Articles of Incorporation of Central Florida Health Care Development Foundation, Inc.)

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Central Florida
HEALTHCARE
DEVELOPMENT CORPORATION


November 11, 1997

TO WHOM IT MAY CONCERN:

Authorization is hereby given for the use of the following corporate name: Central Florida Health Care Development Foundation, Inc.

Sincerely yours,

CENTRAL FLORIDA HEALTH CARE
DEVELOPMENT CORPORATION



Joe DePew
President

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Phone 352/323-5000

600 E. Dixie Avenue • Leesburg, Florida 34748