

N98000000229

January 1998

19600 SW 79th Court
Miami, FL 33189

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002400971--3
-01/15/98--01013--007
*****70.00 *****70.00

Re: Articles of Incorporation of the South Florida Society of Health-
System Pharmacists, Inc.

To Whom It May Concern:

I am enclosing the above captioned articles for filing together with a copy which I understand your office will stamp and return to me at the above address. I am also enclosing a check for \$70 to cover the \$35 filing fee and the \$35 fee for designation of registered agent. If you have any questions, please telephone me at 305-982-5132. Thank you for your attention to this matter.

Sincerely,
G F Del Duca
George F. Del Duca
Attorney-At-Law
Florida Bar No. 0952310

Enclosures:
Articles of incorporation and copy
Check

FILED
98 JAN 15 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature
1/15/98

ARTICLES OF INCORPORATION OF THE SOUTH FLORIDA SOCIETY OF
HEALTH-SYSTEM PHARMACISTS, INC.

FILED
98 JAN 15 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

Article 1

NAME

The name of the Corporation is: South Florida Society of Health-System Pharmacists, Inc.

Article 2

NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members or Officers, except to the extent permissible under law.

Article 3

DURATION

The duration (term) of the Corporation is perpetual or until properly dissolved by appropriate action consistent with Article 11 (Dissolution) hereof.

Article 4

PURPOSES

The Corporation is organized, and shall be operated exclusively for, the purpose set forth in the Corporation's Constitution of improving and extending the usefulness of the pharmacist to the health-system he or she serves, to the members of the profession of pharmacy, and to the people of South Florida. The Corporation shall strive to support the goals and to carry out the objectives of the American Society of Health-System Pharmacists and the Florida Society of Health-System Pharmacists, Inc. which include those specified in the Corporation's Constitution. The Corporation shall also strive to support the goals of the Florida

**Articles of Incorporation of the South Florida Society of
Health-System Pharmacists, Inc.**

Pharmaceutical Association.

The Corporation shall exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

The Corporation shall do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 5

LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Members, Officers, or other private persons, except that the Corporation shall 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 Article 4 (Purposes) hereof. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall 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, or the corresponding section of any future Federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Article 6

MEMBERS

Provisions for the qualification of Members and the manner of

**Articles of Incorporation of the South Florida Society of
Health-System Pharmacists, Inc.**

their admission are set forth in the Corporation's Constitution and By Laws.

Article 7

BOARD OF DIRECTORS

Provisions for the election and appointment of directors are set forth in the Corporation's Constitution and By Laws.

Article 8

OFFICERS

The Officers of the Corporation shall consist of the parties specified in the Corporation's Constitution.

Article 9

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 13862 SW 102 Lane Miami FL 33186, and the name of its initial Registered Agent at that address is PAULINE . M. PERRINS.

Article 10

PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is 13862 SW 102 Lane MIAMI FL 33186.

Article 11

DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or

Articles of Incorporation of the South Florida Society of
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organizations, as said Court shall determine, which are organized
exclusively for such purposes.

Article 12

INCORPORATORS

The name and address of each Incorporator is as follows:

| Name | Address |
|----------------------------------|--|
| <u>PAULINE M. PERRINS</u> | <u>13862 SW 102 Lane Miami FL 33186</u> |
| <u>J. Eric Hernandez-DelDuca</u> | <u>19600 SW 79 Ct. Miami FL 33189</u> |
| <u>Jay B.B. Blake</u> | <u>801 NW 16th Ave. Homestead, FL 33036</u> |
| <u>Carla Luque</u> | <u>18845 NW 80 Ct Miami, FL 33015</u> |
| <u>Miguel Lob</u> | <u>15012 SW 104th St 2401 MIAMI FL 33196</u> |
| <u>JOHN E. CLARK</u> | <u>7956 Pembroke, MIAMI FL 33023</u> |
| <u> </u> | <u> </u> |
| <u> </u> | <u> </u> |

Article 13

AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida as amended from time to time, and with the specific provisions for amendments in the Corporation's Constitution and By Laws.

Article 14

INDEMNIFICATION

The Corporation shall indemnify each Officer, including former Officers, to the full extent permitted by the laws of the State of Florida.

Articles of Incorporation of the South Florida Society of
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Article 15

COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

Article 16

NONSTOCK BASIS

This Corporation is organized on a nonstock basis. The Corporation shall not issues shares of stock.

In Witness Whereof, the undersigned have signed these Articles of Incorporation on this 10th day of January, 1998.

Paulie M. Pemois / TREASURER
Incorporator

Edwin A. Del Duca / Past President
Incorporator

James B. Blake / President-Elect
Incorporator

Phyllis D. Pemois / President
Incorporator

Vincent H. Pemois / Secretary
Incorporator

John E. Clark, BSHP Pres-Elect
Incorporator

Incorporator

Incorporator

Articles of Incorporation of the South Florida Society of
Health-System Pharmacists, Inc.

State of Florida }
County of Dade }

Before Me personally appeared PAULINE PERRINS, J. Elsie Hernandez-Del Duca,
Jay B. Blake, Carla Luque, Miguel Los, JOHN E. CLARK
, and _____, to me well known and known to
me to be the persons described in and who executed the foregoing
instrument, and severally acknowledged to and before me that they
executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 10th day January,
1998 in DADE County and State.



My Comm Exp. 4/11/00
Bonded By Service Ins
No. CC547125

☐ Personally Known ☒ Notary I.D.

[Signature]
Notary Public

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered
Agent of the South Florida Society of Health-System Pharmacists,
Inc., which is contained in the foregoing Articles of
Incorporation.

Dated this 10th day of January, 1998.

Pauline M. Perrins / TREASURER
Registered Agent

FILED
98 JAN 15 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA