

N980000003393

TRANSMITTAL LETTER

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

100002554311--6  
-06/10/98--01028--002  
\*\*\*\*131.25 \*\*\*\*131.25

**SUBJECT:** Florida Academy of Physician Assistants Foundation, Inc.  
(Proposed corporate name - must include suffix)

6

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

check # 2970  
enclosed

**FROM:** Martine E. Kautter  
Name (Printed or typed)  
  
222 S. Westmonte Drive, #101  
Address  
  
Altamonte Springs, FL 32714  
City, State & Zip  
  
407-774-7880  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUN 10 AM 8:07

FILED

**NOTE:** Please provide the original and one copy of the articles.

JN 6-12-98

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA ACADEMY OF PHYSICIAN ASSISTANTS FOUNDATION, INC**

FILED  
JUN 10 AM 8:07  
98  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of this Corporation not for profit pursuant to Chapter 617, Florida Statutes, adopt the following articles of incorporation as follows:

**I.**  
**NAME**

The name of this Corporation is the Florida Academy of Physician Assistants Foundation, Inc. The address of this Corporation is Suite 101, 222 South Westmonte Drive, Altamonte Springs, Florida 32714.

**II.**  
**DURATION**

The period of the duration of this Corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon filing with the Secretary of State.

**III.**  
**PURPOSE**

The Corporation is formed for the following purposes:

1. To receive, establish and maintain a fund or funds of real or personal property, or both, and subject to the limitations and restrictions hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, scientific, literary or educational purposes, either directly, or by contributions to one or more corporations, trusts, community chests, funds, or foundations, or other organizations created or organized in the United States or in any possession thereof, or under the laws of the United States, any State or Territory, governmental district, municipality, or of any instrumentality thereof, and operated exclusively for charitable, scientific, literary, research or educational purposes.
2. To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, or income.
3. To purchase, take by gift, receive, lease, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

**III.**  
**PURPOSE**  
**(Cont.)**

4. To sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets as the objects and purposes of the corporation may require.

5. To lend money for its corporate purposes, invest and reinvent its funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by the laws of Florida for not for profit corporations under the provisions of Chapter 617, Florida Statutes.

6. To make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes.

The corporation is created, organized, and shall be operated exclusively for charitable, scientific, literary, or educational purposes as authorized and permitted by Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future United States Revenue law) and the foregoing purposes and powers are each and all subject to the limitation that no part of its net earnings shall inure to the benefit of or be distributable to its trustees, officers or other private persons, except that reasonable compensation for services rendered to or for the corporation in the administration and furtherance of its charitable, scientific, literary or educational purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation or participating in, or intervening 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation formed under Florida Law for Corporations Not For Profit, Chapter 617, Florida Statutes or not permitted to be carried on by an entity exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

**IV.**  
**MEMBERSHIP**

The corporation shall have no members.

**V.**  
**REGISTERED AGENT**

The street address and city of the registered office of the Corporation is:

Suite 101, 222 South Westmonte Drive  
Altamonte Springs, Florida 32714

The name of the registered agent at such address is Martine E. Kautter.

**VI.**  
**BOARD OF TRUSTEES AND OFFICERS**

The number of persons constituting the Board of Trustees of the Corporation shall be not less than three and shall be specified in the bylaws. The Trustees of the Corporation shall be appointed by the Board of Directors of the Florida Academy of Physician Assistants, Inc. for a period of two years. A Trustee's appointment may be terminated by the Foundation Board of Trustees with approval of the Board of Directors of the Florida Academy of Physician Assistants, Inc. at any time and for any reason. The officers of this Corporation shall be a Chairman, President, Secretary/Treasurer and any such other officers as may be specified in the bylaws.

**VII.**  
**INDEMNIFICATION OF OFFICERS AND TRUSTEES**

All officers and trustees of this Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The Corporation may purchase and maintain insurance on behalf of all officers and trustees against any liability asserted against them or incurred by them in their capacity as officers and trustees or arising out of their status as such.

**VIII.**  
**NON-STOCK BASIS**

The Corporation is organized on a non-stock basis.

**IX.**  
**DISSOLUTION**

In the event of the dissolution of this Corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all business, property and assets of the Corporation shall be distributed to an organization or organizations of like purpose or purposes as set forth herein, and which possesses similar or like exemptions, pursuant to Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Trustees of the Corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution hereof, be distributed to or for the benefit of members, either for the reimbursements of any sums subscribed, donated or contributed by such members, either for the reimbursement of any sums subscribed, donated or contributed by such members, or for any other purpose, except as reimbursement for actual expenses incurred.

**X.**  
**INCORPORATORS**

The names and addresses of the original incorporators of this Corporation are as follows:

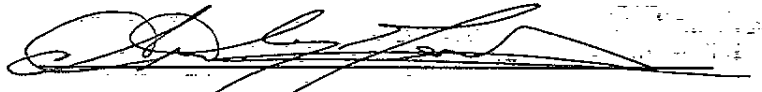
Anthony Mennella, PA-C  
4327 S.W. 80th Street  
Gainesville, FL 32608

R. Jeffrey Hulley, PA-C  
940 N.E. Juniper Place  
Jensen Beach, FL 34957

Larry Collins, PA-C  
610 Blue Gill Court  
Tampa, FL 33613-1201

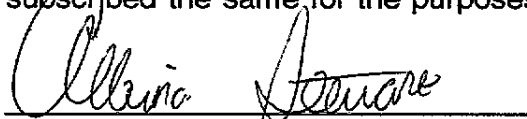
Patricia Young, PA-C  
8700 Southside Boulevard, #2212  
Jacksonville, FL 32256

**IN WITNESS WHEREOF**, the undersigned, being an incorporator of this Corporation, has executed these articles of incorporation on the 11<sup>th</sup> day of May, 1998.

  
Incorporator

STATE OF FLORIDA  
COUNTY OF Alachua

The foregoing instrument was acknowledged before me on this 11<sup>th</sup> day of May, 1998, 1998, by Anthony Mennella, who is personally known to me OR who has produced a valid Florida Driver's License as identification (strike through one) and who did OR did not (strike through one) take an oath that he/she made and subscribed the same for the purposes herein mentioned and set forth.

  
NOTARY PUBLIC

Notary: Albina Stewart  
PRINTED NAME

My Commission Expires:



**"OFFICIAL SEAL"**  
Albina Stewart  
My Commission Expires 12/4/99  
Commission #CC 515455

R. Jeffrey Hullett  
Incorporator

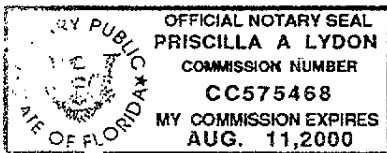
*P.A.L.*  
STATE OF FLORIDA ~~DADE BEACH~~  
COUNTY OF ~~HILLSBOROUGH~~

The foregoing instrument was acknowledged before me on this 21 day of May, 1998, by R. Jeffrey Hullett, who is personally known to me OR who has produced a valid Florida Driver's License as identification (strike through one) and who did OR did not (strike through one) take an oath that he/she made and subscribed the same for the purposes herein mentioned and set forth.

Priscilla A. Lydon  
NOTARY PUBLIC

Notary: Priscilla A. Lydon  
PRINTED NAME

My Commission Expires:



Samuel  
Incorporator

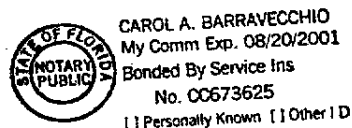
STATE OF FLORIDA  
COUNTY OF Hillsborough Hillsborough

The foregoing instrument was acknowledged before me on this 19 day of May, 1998, by LARRY COLLINS, who is personally known to me OR who has produced a valid Florida Driver's License as identification (strike through one) and who did OR did not (strike through one) take an oath that he/she made and subscribed the same for the purposes herein mentioned and set forth.

Carol A. BarraVecchio  
NOTARY PUBLIC

Notary: CAROL A. BARRAVECCHIO  
PRINTED NAME

My Commission Expires: 8-20-2001



Patricia E. Young

Incorporator

STATE OF FLORIDA  
COUNTY OF Duval

The foregoing instrument was acknowledged before me on this 15th day of May, 1998, by Patricia E. Young, who is personally known to me OR ~~who has produced a valid Florida Driver's License as identification (strike through one)~~ and who did OR ~~did not~~ (strike through one) take an oath that he/she made and subscribed the same for the purposes herein mentioned and set forth.

Mary M. New

NOTARY PUBLIC

Notary:

MARY M. NEW  
PRINTED NAME

My Commission Expires:



Mary M. New  
MY COMMISSION # CG610534 EXPIRES  
February 17, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
98 JUN 10 AM 8:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above-stated Corporation, at the place designated in these restated articles of incorporation, I hereby agree to act in this capacity, and I agree to comply with the provisions of Section 48.091, Florida Statutes relative to keeping open said office for service process.

Martine E. Kavita

Registered Agent

Date: 6/5/98

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, 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:

Florida Academy of Physician Assistants Foundation, Inc.

(must include suffix)

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

Martine E. Kautter

(NAME)

222 S. Westmonte Drive, #101

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Altamonte Springs, FL 32714

(CITY/STATE/ZIP)

FILED  
98 JUN 10 AM 8:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

Martine E. Kautter  
(SIGNATURE)

6/5/98  
(DATE)