

N98000003827

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000142921 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850)205-0380

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

FILED
06 MAY 25 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN

PEDIATRIX CHARITABLE FUND, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

RECEIVED
06 MAY 25 AM 8:00
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

Restate



May 25, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

PEDIATRIX CHARITABLE FUND, INC.
1301 CONCORD TERRACE
SUNRISE, FL 33323

SUBJECT: PEDIATRIX CHARITABLE FUND, INC.
REF: N98000003827

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

If you have any questions concerning the filing of your document, please call (850) 245-6878.

Alan Crum
Document Specialist

FAX Aud. #: H06000142921
Letter Number: 306AD0036695

H06000142921

**RESTATED ARTICLES OF INCORPORATION
OF
PEDIATRIX CHARITABLE FUND, INC.**

Pursuant to the provisions of Section 617 1007 of the Florida Business Corporation Act, Pediatrx Charitable Fund, Inc., a Florida corporation (the "Corporation"), certifies that

These Restated Articles of Incorporation contain amendments that do not require member approval, and these Amended and Restated Articles of Incorporation were duly adopted by the Sole Member

These duly adopted Restated Articles of Incorporation supercede the original articles of incorporation and all amendments to them, effective as of the date of filing of these Restated Articles of Incorporation with the Florida Department of State, to read as follows:

**RESTATED ARTICLES OF INCORPORATION
OF
PEDIATRIX CHARITABLE FUND, INC.**

**ARTICLE ONE
NAME**

The name of the Corporation is **PEDIATRIX CHARITABLE FUND, INC.**

**ARTICLE TWO
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the initial principal office of the Corporation is 1301 Concord Terrace Sunrise, Florida 33323

The mailing address of the Corporation is 1301 Concord Terrace Sunrise, Florida 33323

**ARTICLE THREE
PURPOSE**

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and any other not-for-profit, charitable purposes specifically not prohibited to corporations under the laws of the State of Florida

FILED
MAY 25 PM 3:05
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FOUR ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Three 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, 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 FIVE 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 organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE SIX DIRECTORS

The Board of Directors of the Corporation shall consist of at least two Directors who shall be elected by the members of the Corporation and will hold office until the next annual members' meeting or until a successor is elected and qualified.

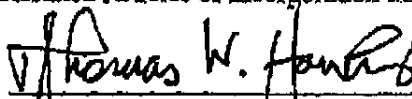
ARTICLE SEVEN BOARD OF DIRECTORS

The names and addresses of the Board of Directors shall be.

Name	Address
Thomas W Hawkins	1301 Concord Terrace, Sunrise, Florida 33323
Karl B Wagner	1301 Concord Terrace, Sunrise, Florida 33323

H06000142921

The undersigned has executed these Restated Articles of Incorporation this 18th day of May, 2006.


Thomas W. Hawkins, Secretary