

N99000003380

(Requestor's Name)

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(City/State/Zip/Phone #)

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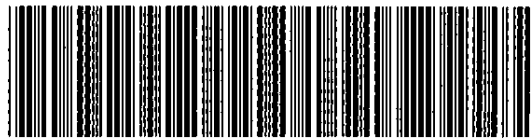
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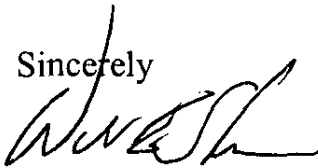
February 20, 2009

Department of State  
Division of corporations  
Corporate Filings  
P. O. Box 6327  
Tallahassee, Fl 32314

Re: Amended Articles & By Laws for The Center for Osteoporosis  
# N99000003380

Please find enclosed two copies of amended Articles of Incorporation and By Laws for The Center for Osteoporosis. A check in the amount is also enclosed for \$87.50 cover the filing fee and certified copy fees. Pleases send the certified copies to the address below.

Sincerely

A handwritten signature in black ink, appearing to read 'W. E. Shields', written over the word 'Sincerely'.

William E. Shields  
The Center for Osteoporosis  
P. O. Box 550667  
Jacksonville, Fl 32255

To: Tracy  
Phone  
Revise Articles (2 copies)  
Thanks  
Bill Shields



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 27, 2009

WILLIAM E SHIELDS  
P.O. BOX 550667  
JACKSONVILLE, FL 32255

SUBJECT: THE CENTER FOR OSTEOPOROSIS, INC.  
Ref. Number: N99000003380

We have received your document for THE CENTER FOR OSTEOPOROSIS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must title Articles of Amendment to Articles of Incorporation. By-Laws are not filed with this office.

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 (850) 245-6927.

Tracy L Lemieux  
Regulatory Specialist II

Letter Number: 209A00006918

RECEIVED  
2009 MAR 31 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION**  
**for**  
**The Center For Osteoporosis**

The undersigned incorporator, for the purpose of forming a corporation under the Florida not for Profit Corporation Act, hereby adopts the following Articles of Incorporation, revised this 22<sup>nd</sup> day of January, 2009:

**ARTICLE I**  
**NAME**

The name of the corporation shall be:

The Center for Osteoporosis, Inc.

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

Office:	301 W. Bay Street Suite 140 Jacksonville, FL 32202
Mailing Address:	P.O. Box 550667 Jacksonville, FL 32255

**FILED**  
**09 MAR 31 AM 10:38**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

**ARTICLE III**  
**PURPOSE**

This corporation is organized exclusively for charitable educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall provide education and screening in the area of osteoporosis, to increase awareness in the areas of early detection and prevention.

**LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services

actually rendered to the corporation; or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in or intervene in (including by public, and the corporation shall not participate in, or in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

#### **ARTICLE IV** **MANNER OF ELECTION**

The Directors of the corporation will be appointed for an initial term of three (3) years.

#### **ARTICLE V** **INITIAL DIRECTOR/OFFICE**

This corporation shall have three (3) directors initially. The number of directors may be either increased from time to time by the by-laws but shall never be less than three (3). All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The name and address of the initial directors are:

William E. Shields, Sr.  
President/Chairman  
11684 Olde Mandarin Road  
Jacksonville, FL 32223

Margie Tinney  
Vice-President/Director  
101 West Ridge Court  
Kingsland, GA 31546

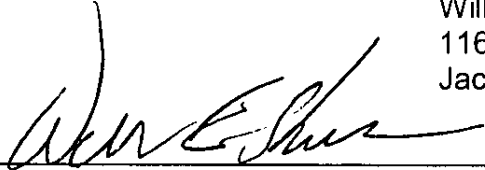
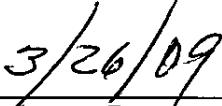
Susan A. Shields  
Secretary/Director  
11684 Olde Mandarin Road  
Jacksonville, FL 32223

**ARTICLE VI**  
**DISSOLUTION**


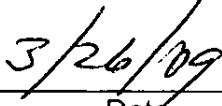
Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of Section 501(c)(3) 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 organized and operated exclusively for such purposes.

**ARTICLE VII**  
**INITIAL REGISTERED AGENT**

The name of the initial registered agent and the street address of the initial registered office of this corporation is:

 _____ Signature/Incorporator	William E. Shields, Sr. 11684 Olde Mandarin Road Jacksonville, FL 32223	 _____ Date
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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 ace in this capacity. I further agree to comply with the provisions of all statues 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.

 _____ Signature/Incorporator	 _____ Date
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