

Division of Corporations

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From:

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FLORIDA NON-PROFIT CORPORATION

CHORES, INC.

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**ARTICLES OF INCORPORATION
OF
CHORES, INC.**

The undersigned, acting as incorporator of CHORES, INC. under the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be CHORES, INC.

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The initial place of business and street address of the Corporation shall be 606 Valley Forge Road East, Neptune Beach, Florida 32266.

ARTICLE III - GENERAL PURPOSES OF THE CORPORATION

A. The Corporation is organized as a corporation not for profit pursuant to, and shall possess all of the powers enumerated in, Section 617, Florida Statutes (1997), including subsequent amendments or restatements.

B. The purposes for which the Corporation is formed are all purposes permitted by Section 617, Florida Statutes (1997), including but not limited to the following purposes:

(1) To exist and operate solely for scientific, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

(2) To operate without regard to race, creed, age, sex, religion or national origin.

(3) To provide and support children's health programs within the community and in medically underserved areas around the world.

(4) To have and exercise all powers of any corporation not for profit as the same now exist, or hereafter may exist, under the laws of the State of Florida.

(5) To carry out its functions such that no substantial part of the Corporation's activities shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or

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intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

C. No part of the assets, income or profits of the Corporation shall be distributable to, or inure to the benefit of, its members (other than corporations exempt under Section 501(c)(3) of the Code), directors or officers or any private individual, 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 herein.

D. Notwithstanding any other provision hereof, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE IV - DURATION OF THE CORPORATION

The Corporation shall have perpetual existence; provided, however, that upon the vote of a majority of all of the members of the Board of Directors, the Corporation may be dissolved. In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, the Corporation, after the payment of all of the debts of the Corporation and expenses of dissolution, shall distribute all of the assets of the Corporation to Southern Baptist Hospital of Florida, Inc., a Florida not for profit corporation, for the use and benefit of the Wolfson Children's Hospital and if not in existence at that time to such other organization or organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at that time qualify as an exempt organization under Section 501(c)(3) of the Code, as the Board of Directors shall determine. In the event of any such liquidation or dissolution, no part of such assets shall inure to the benefit of any members (other than corporations exempt under Section 501(c)(3) of the Code), directors or officers of the Corporation.

ARTICLE V - MEMBERS

The Corporation is organized without capital stock. The qualifications of Members and the manner of their admission shall be regulated by the Bylaws.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

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The street address of the initial registered office of the Corporation is 225 Water Street, Suite 1800, Jacksonville, Florida 32202, and the name of its initial registered agent at such address is Smith Hulsey & Busey.

ARTICLE VII - BOARD OF DIRECTORS

The manner in which the directors are to be elected shall be stated in the Bylaws.

ARTICLE VIII - INDEMNIFICATION

Directors and officers of the Corporation shall be indemnified to the full extent permitted by Florida law.

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation are J. Douglas Campbell, M.D., 606 Valley Forge Road East, Neptune Beach, Florida 32266.

ARTICLE X - BYLAWS

The Board of Directors shall adopt Bylaws for the Corporation and from time to time may modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE XI - AMENDMENTS

The Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd day of August, 1999.


J. Douglas Campbell, M.D.
Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, CHORES, INC., 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 CHORES, INC.
2. The name and address of the registered agent and office are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, SMITH HULSEY & BUSEY HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. SMITH HULSEY & BUSEY FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

SMITH HULSEY & BUSEY

By:


William E. Kuntz
Vice-President

Date: September 21, 1999

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