

TRANSMITTAL LETTER

**N99000006032**

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

400003008324--6  
-10/07/99--01040--013  
\*\*\*\*122.50 \*\*\*\*\*78.75

SUBJECT: SAINT JOSEPH CARE OF FLORIDA, INC  
(Proposed corporate name - must include suffix)

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

FROM: R. MICHAEL HILL  
Name (Printed or typed)

1415 BAKER COURT  
Address

PANAMA CITY, FL 32401-1916  
City, State & Zip

850-872-4128  
Daytime Telephone number

Michael Hill GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Corp Name on Cert. of Des. RA  
DATE 10/12 page  
DOC. EXAM SH

99 OCT -7 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

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

SH  
10/12

**ARTICLES OF INCORPORATION  
Of  
Florida Non-Profit Corporation**

*The undersigned, acting as incorporator (s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:*

**ARTICLE I  
Name**

The name of the corporation shall be Saint Joseph Care of Florida, Inc.

**ARTICLE II  
The Principal place of business and mailing address**

The principal place of business and mailing address shall be: 120 Tugboat Lane, Port St. Joe, Florida 32456

**ARTICLE III  
Purpose(s)**

The specific purpose(s) for which the corporation is organized is to provide health care facilities and services for the people of Gulf County Florida and surrounding areas. To operate as a service provider and direct-support organization to receive, hold, invest, and administer property and to make expenditures to or for the benefit of health care facilities and services in Gulf County Florida and surrounding areas.

To operate exclusively in any other manner for such charitable, educational, and societal purposes as will qualify it as an exempt organization under 501(C) (3) of the Internal Revenue Code of 1954 as amended, or under any corresponding provisions of any subsequent Federal Tax Laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

**ARTICLE IV  
Manner of election of directors**

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of three persons initially. The initial incorporators shall serve as the Board of Directors and Corporate Officers. The initial term of office shall be for a period of one year or until such time as the corporation's initial annual meeting. The number of directors may be increased or decreased from time to time and subsequent terms of office shall be served as provided in the Corporate Bylaws.

**FILED**  
99 OCT -7 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V**  
**Limitation of corporate powers**

The corporate powers of the corporation are as provided in section 617.0302, Florida Statutes.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to actions so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

**ARTICLE VI**  
**Initial registered agent and street address**

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

R. Michael Hill  
1415 Baker Court  
Panama City, Florida 32401

**ARTICLE VII**  
**Incorporators**

The name(s) and the street address (es) of the incorporator (s) for these articles of incorporation are:

Paul G. Fitzgerald, President  
6005 E. Hwy 98  
Panama City, Florida 32404

Ronald Wayne Childers, Vice President  
702 Monument Avenue  
Port St. Joe, Florida 32456

Doug Kent, Secretary/Treasurer  
120 Tug Boat Lane  
Port St. Joe, Florida 32456

The undersigned incorporator has executed these Articles of Incorporation this 4th day of October 1999.

Signature of Incorporator:

  
\_\_\_\_\_  
Doug Kent, Secretary/Treasurer

## **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:

SAINT JOSEPH CARE OF FLORIDA, INC.

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

R. Michael Hill  
1415 Baker Court  
Panama City, Florida 32401

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.

  
R. Michael Hill

DATE: October 4, 1999

**FILED**  
99 OCT -7 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA