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Divis Corporations

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Division of Corporations  
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To: Division of Corporations  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
CHS St. Andrew Towers II, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

6/2/2015 11:03 AM

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**ARTICLES OF INCORPORATION  
OF  
CHS ST. ANDREW TOWERS II, INC.,  
A FLORIDA CORPORATION**

The undersigned, for the purpose of forming a for profit corporation under the Florida General Corporation Act, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation:

FILED  
15 JUN -2 PM 1:58  
TROY  
SECRETARY  
FLORIDA  
TALLAHASSEE

**ARTICLE I  
NAME AND PRINCIPAL ADDRESS**

The name of the corporation is CHS St. Andrew Towers II, Inc., a Florida corporation (hereinafter the "Corporation"), and its principal office is located at 4790 N. State Road 7, Lauderdale Lakes, Florida 33319.

**ARTICLE II  
MAILING AND EMAIL ADDRESS**

The mailing address of the Corporation is 4790 N. State Road 7, Lauderdale Lakes, Florida 33319, and the email address is c/o Joseph M. Catania, [jcatania@chsfla.com](mailto:jcatania@chsfla.com).

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of operating and transacting any and all lawful business permitted under the laws of Florida.

**ARTICLE IV  
TERM OF EXISTENCE**

The Corporation shall have a perpetual existence.

**ARTICLE V  
CAPITAL STOCK**

The Corporation is authorized to issue 100 shares of common stock with a par value of \$1.00. Ownership of the common stock is restricted to one or more nonprofit organizations, qualified as an organization exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1986.

**ARTICLE VI  
REGISTERED OFFICE AND AGENT**

The street address of the Registered Office of the Corporation is 110 Merrick Way, Suite 3-B, Coral Gables, Florida 33134, and the name of the Registered Agent of the Corporation is J. Patrick Fitzgerald.

**ARTICLE VII  
BOARD OF DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than three (3) persons and not more than forty (40) persons, the exact number to be determined from time to time in accordance with the Bylaws. The initial Directors of the Corporation are:

Ms. Patricia Palamara  
4200 Mangrum Court  
Hollywood, FL 33021

Mrs. Claudia de la Cruz  
460 South Mashta Drive  
Key Biscayne, FL 33149

Rev. Msgr. Franklyn M. Casale,  
President  
St. Thomas University  
16400 N.W. 32 Avenue  
Miami, FL 33054

Mr. Aristides Pallin  
630 Sevilla Avenue  
Coral Gables, FL 33134

Mr. Bud Farrey  
1315 Bay Terrace  
North Bay Village, FL 33141

Dr. Patrick Taylor, CEO  
Holy Cross Hospital  
4725 North Federal Highway  
Fort Lauderdale, FL 33308

Mr. Mark Panciera  
Panciera Enterprises  
6001 North Ocean Drive, #1202  
Hollywood, FL 33019

Mr. Paul Echelard  
1167 Hillsboro Mile  
Hillsboro Beach, FL 33062

Kenneth C. Fischer, MD  
1190 N.W. 95<sup>th</sup> Street, Suite 402  
Miami, FL 33150

Mr. Christopher Catallo  
840 Jack Pine Drive  
Oakland, MI 48306

Mr. Aurelio Fernandez  
Exec. VP and COO  
Memorial Healthcare System  
Executive Offices – 3rd Floor  
1131 North 35th Avenue  
Hollywood, FL 33021

Rev. Alfred Cioffi, SThD, PhD  
St. Thomas University  
16401 NW 37 Avenue  
Miami Gardens, FL 33054

**ARTICLE VIII  
OFFICERS**

The Corporation shall have a President, a Secretary, and a Treasurer and may have additional and assistant Officers including, without limitation thereto, one or more Vice Presidents, Assistant Secretaries, and Assistant Treasurers. A person may hold more than one office at one time. The Board of Directors shall elect such Officers. The Board of Directors may remove any or all of the Officers from office, with or without cause, and at such time as the Board of Directors may determine. The names and addresses and positions of the persons who serve as the initial Officers of the Corporation are as follows:

Sister Elizabeth A. Worley, SSJ Archdiocese of Miami 9401 Biscayne Boulevard Miami Shores, FL 33138	Vice Chairman and Secretary
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Ralph E. Lawson 6855 Red Road, Suite 600 Coral Gables, FL 33143	Chairman
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Joseph M. Catania 291 N.W. 43 Avenue Coconut Greek, FL 33066	President
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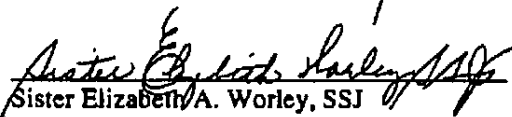
Rev. Msgr. Tomás M. Marín, J.C.L. St. Timothy Catholic Church 5400 S.W. 102 Avenue Miami, FL 33165	Assistant Secretary
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J. Patrick Fitzgerald, Esq. J. Patrick Fitzgerald & Associates, P.A. 110 Merrick Way, Suite 3-B Coral Gables, FL 33134	Assistant Secretary
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**ARTICLE IX  
INCORPORATOR**

The name and address of the Incorporator is Sister Elizabeth A. Worley, SSJ, Archdiocese of Miami, 9401 Biscayne Boulevard, Miami Shores, Florida 33138.

IN WITNESS WHEREOF, I have subscribed my name this 14<sup>th</sup> day of May, 2015.

  
Sister Elizabeth A. Worley, SSJ  
Incorporator

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 17 day of May, 2015, by E. Sara Edgely, as Incorporator of CHS St. Andrew Towers II, Inc., a Florida corporation, on behalf of the Corporation. (Check One) [  ] She is personally known to me or [  ] She has provided \_\_\_\_\_, as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC - STATE OF FLORIDA,  
At Large  
Print, type or stamp Commissioned Name of Notary Public:

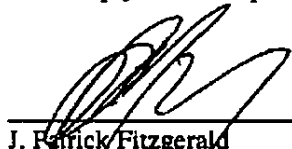


J. PATRICK FITZGERALD  
MY COMMISSION # FF 085158  
EXPIRES: March 18, 2018  
Bonded thro Budget Notary Service

15 JUN -2 PM 4:58  
FILED  
CLERK OF COUNTY OF MIAMI-DADE  
MIAMI, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent for CHS St. Andrew Towers II, Inc., a Florida corporation, at 4790 N. State Road 7, Lauderdale Lakes, Florida 33319, I hereby agree to act in this capacity of Registered Agent and agree to comply with the provisions relative to keeping said office open.

  
\_\_\_\_\_  
J. Patrick Fitzgerald  
Registered Agent