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DIVISION OF CORPORATION

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

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St. Joseph's Health Network, Inc.

☒ Profit - Articles

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

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☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

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**ARTICLES OF INCORPORATION
OF
ST. JOSEPH'S HEALTH NETWORK, INC.**

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95 MAY 26 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "Corporation") is St. Joseph's Health Network, Inc.

SECOND: The street address of the principal office of the Corporation is 3003 W. Dr. Martin Luther King Jr., Blvd., Tampa, Florida, 33607.

The mailing address of the Corporation is P.O. Box 4227, Tampa, Florida, 33677.

THIRD: The number of shares that the Corporation is authorized to issue is 10,000, all of which are of a par value of \$.01 dollars each and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the Corporation in the State of Florida is 3003 Martin Luther King Jr., Blvd., Tampa, Florida, 33607.

The name of the initial registered agent of the Corporation at the said registered office is Isaac Mallah.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The number of directors of the Corporation shall be no less than nine (9) directors and no greater than fifteen (15) directors.

SIXTH: The name and the address of the incorporator is:

NAME:

Robert W. McCann, Esquire

ADDRESS

1747 Pennsylvania Ave., NW
Suite 900
Washington, D.C. 20006

SEVENTH: Each share of the Corporation shall entitle the holder thereof to a preemptive right, for a period of thirty days, to subscribe for, purchase, or otherwise acquire any shares of the same class of the Corporation or any equity and/or voting shares of any class of the Corporation which the Corporation proposes to issue or any rights or options which the Corporation proposes to grant for the purchase of shares of the same class of the Corporation or of equity and/or voting shares of any class of the Corporation or for the purchase of any shares, bonds, securities, or obligations of the Corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire unissued shares of the same class of the Corporation or equity and/or voting shares of any class of the Corporation, whether now or hereafter authorized or created, and whether the proposed issue, reissue, or grant is for cash, property, or any other lawful consideration; and after the expiration of said thirty days, any and all of such shares, rights, options, bonds, securities, or obligations of the Corporation may be issued, reissued, or granted by the Board of Directors, as the case may be, to such individuals and entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine. As used herein, the terms "equity shares" and "voting shares" shall mean, respectively, shares which confer unlimited dividend rights and shares which confer unlimited voting rights in the election of one or more directors.

EIGHTH: The purposes for which the Corporation is organized, which shall include the authority of the Corporation to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act, are as follows:

1. To organize a network of health care providers and to negotiate "prepaid" or "capitated" managed care contracts on behalf of the providers who affiliate with the Corporation, pursuant to which such providers will render health care services to persons enrolled in the health care plans that enter into such arrangements with the Corporation;
2. to enhance the accessibility, quality and cost-efficiency of services rendered to the communities served by the Corporation; and
3. to have the powers conferred upon corporations formed under the Florida Business Corporation Act, including the power to perform any acts which are necessary or proper to accomplish the purpose or purposes as expressed or implied in these Articles of Incorporation, or which may be incidental thereto, and which are not repugnant to law.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: To the full extent permitted by and in accordance with the procedures prescribed in the laws of the State of Florida, the Corporation shall indemnify any and all of the directors, officers, committee members and subcommittee members of the Corporation for certain expenses and other amounts paid in connection with legal proceedings in which any such persons become involved by reason of serving in any such capacity with or for the Corporation. Further, in the sole discretion of the Board of Directors and to the full extent permitted by and in accordance with the procedures prescribed in the laws of the State of Florida, the Corporation may indemnify any other employees, agents, and representatives of the Corporation for certain expenses and other amounts paid in connection with legal proceedings in which any such persons become involved by reason of serving in any such capacity with or for the Corporation.

ELEVENTH: This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

TWELFTH: The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this Corporation.

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinabove named, does hereby certify that the facts herein stated are, to the best of his knowledge and belief, truly set forth, and, accordingly, have hereunto set his hand this 25th day of May, 1995.



Robert W. McCann, Esquire
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for Joseph's Health Network, Inc. at the place designated in these Articles of Incorporation, 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.

ISAAC MALLAH

By: Isaac Mallah
Isaac Mallah

Title: Executive Vice-President

Date: 5-24-95