

P96000015610

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RE: Covenant

Indigress, - 55 FRENCH

C.C. FEE. DISBURSED  
TALLAHASSEE, FLORIDA

Capital Express™

Art. of Inc. File

Corp. Record Search

Ltd. Partnership File

Foreign Corp. File

( ) Cert. Copy(s) X 2

Art. of Amend. File

Dissolution/Withdrawal

C U S - 300001718973

Fictitious Name File \*\*\*\*175.00 \*\*\*\*175.00

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s, Copies

Courier Service

Shipping/Handling

Phone ( )

Top Priority

Express Mail Prep.

FAX ( ) pgs.

**SUBTOTALS**

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY \_\_\_\_\_

WALK-IN 260 12:00  
Will Pick Up

PH 2/20/96

RECEIVED  
FEB 20 4:10 PM '96  
CAPITAL CONNECTION

**ARTICLES OF INCORPORATION**

**OF**

**COVENANT HEALTH ENTERPRISES, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**NAME AND PRINCIPAL OFFICE**

The name of this corporation is COVENANT HEALTH ENTERPRISES, INC., and its principal office is located at 5151 North Ninth Avenue, Pensacola, Florida 32504 and its mailing address is the same.

**ARTICLE II**

**DURATION**

This corporation shall exist perpetually, commencing upon the date of the filing of these Articles of Incorporation with the Secretary of State of Florida.

**ARTICLE III**

**PURPOSE**

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and shall have all of the powers of a corporation organized under the Florida Business Corporation Act.

The corporation shall operate in accordance with the Ethical and Religious

FILED  
11/31/96  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1-1/31/96

Directives for Catholic Health Facilities, approved by the National Conference of Catholic Bishops.

#### **ARTICLE IV**

##### **CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, all of one class and series.

#### **ARTICLE V**

##### **PREEMPTIVE RIGHTS**

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which such shareholder already holds, shall have the right to purchase its pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE VI**

##### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of this corporation's initial registered office is 5151 North Ninth Avenue, Pensacola, Florida 32504 and the name of this corporation's initial registered agent is Patrick Madden.

#### **ARTICLE VII**

##### **RESERVED POWERS OF SHAREHOLDERS**

The following powers and responsibilities are expressly reserved to the shareholders of the corporation, which shareholders shall retain, and shall exercise such powers and responsibilities in addition to any additional powers and responsibilities as

shall be conferred upon shareholders by the laws of the State of Florida, these Articles of Incorporation, or the corporation's Bylaws:

- (A) Approve, interpret and change the statements of mission, philosophy, role and purpose of the corporation and any amendments thereto;
- (B) Approve the bylaws and articles of incorporation of the corporation and any amendments thereto;
- (C) Approve the merger, dissolution, consolidation, reorganization, or sale or encumbrance of all or substantially all the assets of the corporation, or any corporation in which the corporation is either a member or shareholder;
- (D) Approve the acquisition, sale, lease, transfer or other alienation of real property of the corporation;
- (E) Fix the number of directors of the corporation;
- (F) Approve debt incurred by the corporation which is in excess of such limits as are established in the corporation's bylaws or corporate policies;
- (G) Approve the formation of any subsidiary or affiliated corporation;
- (H) Appoint a chairman and vice chairman, as specifically provided in the articles and bylaws;
- (I) Appoint directors, such that the number of directors appointed by each shareholder equals the number of directors appointed by every other such shareholder; and

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- (J) Approve the Corporation's strategic plan, annual budget and business plan.

**ARTICLE VIII**

**BOARD OF DIRECTORS**

The Board of Directors of the corporation shall at no time be fewer than four (4) persons nor more than ten (10) persons as determined by the bylaws of the corporation. The initial Board of Directors shall consists of ten (10) persons.

**ARTICLE IX**

**INCORPORATOR**

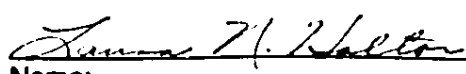
The name and address of the incorporator is PATRICK G. EMMANUEL, Emmanuel, Sheppard & Condon, 30 South Spring Street, Pensacola, Florida 32501.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 19th day of February, 1996.

  
PATRICK G. EMMANUEL, Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 19th day of February, 1996, by PATRICK G. EMMANUEL, who personally appeared before me and who is personally known to me ~~or who has produced~~ \_\_\_\_\_ as identification.

  
Name: \_\_\_\_\_  
Notary Public, State and County Aforesaid  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
(Notary Seal)



1-1/31/96

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted: That Covenant Health Enterprises, Inc., desiring to organize as a corporation under the laws of the State of Florida with its principal place of business at 5151 North Ninth Avenue, Pensacola, Florida 32504, has named Patrick Madden as its agent to accept service of process at 5151 North Ninth Avenue, Pensacola, Florida 32504.

COVENANT HEALTH ENTERPRISES, INC.

BY: Pat B. Emme  
Its Sole Incorporator

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**


Having been named as the initial registered agent to accept service of process for Covenant Health Enterprises, Inc., at 5151 North Ninth Avenue, Pensacola, Florida 32504, I hereby accept such designation and agree to act in such capacity and I agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.

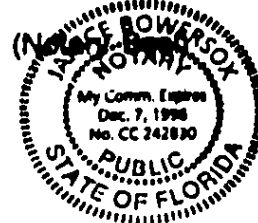
Patrick Madden  
PATRICK MADDEN  
Registered Agent

9-1/31/96

05 FEB 70 11 21 A

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Name: JANICE BOWERSOX  
Notary Public, State and County Aforesaid  
Commission No.: CC242830  
My Commission Expires: 12/7/96



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