



NOV 17 2016

FLORIDA

**Labyrinth, Inc.**  
1808 Aston Avenue, Suite 230  
Carlsbad, CA 92008

**INSTRUCTIONS FOR FILING**

FORM ATTACHED: Foreign Corporation Change of Officer

FORM MUST BE SIGNED AND DATED BY: Paul Blom on Page 1

SIGNATURE MUST BE NOTARIZED - YES X NO

ISSUE CHECK \$43.75 PAYABLE TO: Florida Department of State

MAIL FORM(S) and CHECK TO: Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

PRE-ADDRESSED ENVELOPE ATTACHED X

SO AS TO REACH THAT OFFICE NOT LATER THAN. ASAP

ATTACH THE FOLLOWING PRIOR TO FILING FORM:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

A COPY OF THE FORM IS ENCLOSED FOR YOUR FILES

Attachments to original not included with copy:

X Articles of Incorporation  
       Certificate of Existence

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Parkinson's Foundation, Inc.  
Name of Corporation

**DOCUMENT NUMBER:** F93000002163

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sandra Woodward  
Name of Contact Person

Labyrinth, Inc.  
Firm/Company

1010 Rockville Pike, Suite 308  
Address

Rockville, MD 20852  
City/State and Zip Code

sandra@labyrinthine.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Sandra Woodward at ( 240 ) 614-7611  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee & Certificate of Status

\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)

\$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

FILED  
16 NOV 18 PM 12:14  
STATE OF FLORIDA  
TALLAHASSEE

**NOT FOR PROFIT CORPORATION**  
**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION TO FILE**  
**AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA**  
(Pursuant to s. 617.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F93000002163

(Document Number of Corporation (If known))

1. PARKINSON'S DISEASE FOUNDATION, INC.  
(Name of corporation as it appears on the records of the Department of State)
2. New York 3. 5/10/1993  
(Incorporated under laws of) (Date authorized to conduct affairs in Florida)

**SECTION II**  
**(4-8 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 7/28/2016

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. Parkinson's Foundation, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. "Company," or "Co.," may not be used as a corporate suffix by a nonprofit corporation)

6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.

N/A \_\_\_\_\_  
(New duration) (Date)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.

N/A \_\_\_\_\_  
(New jurisdiction) (Date)

8. If the purpose which the corporation intends to pursue in Florida has changed, indicate new purpose.  
N/A

(The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation)

9. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of the chairman or vice chairman of the board, president, or other officer - if in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Paul Blom  
(Typed or printed name of the person signing)

Interim CEO  
(Title of person signing)

*STATE OF NEW YORK*

*DEPARTMENT OF STATE*

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on July 28, 2016.

*Anthony Giardina*

Anthony Giardina  
Executive Deputy Secretary of State

DC-08

160728000

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RESTATED  
CERTIFICATE OF INCORPORATION  
of  
PARKINSON'S DISEASE FOUNDATION, INC.

Under Section 805 of the  
New York Not-For-Profit Corporation Law

- 1 The name of the Corporation is Parkinson's Disease Foundation, Inc
- 2 The date the Corporation's certificate of incorporation was filed by the Department of State of the State of New York under the Membership Corporation Law was August 13, 1957.
- 3 The amendment and restatement of the Certificate of Incorporation were authorized by a vote of a majority of the entire board of directors on July 21, 2016. The Corporation has no members.
- 4 This Restated Certificate of Incorporation restates and amends the Certificate of Incorporation filed on August 13, 1957, as amended, in accordance with Section 805 of the Not-for-Profit Corporation Law of the State of New York (the "N-PCL") by making the following changes:

(i) Article FIRST regarding the name of the Corporation is amended to read as follows:

"FIRST: The name of the corporation is Parkinson's Foundation, Inc (hereinafter referred to as the "Corporation")"

(ii) Article SECOND, relating to the purposes of the Corporation, is re-numbered to Article THIRD, and is further amended solely to replace a reference to the Membership Corporation Law with a reference to the N-PCL;

(iii) A new Article SECOND is added to indicate that the Corporation is a corporation as defined in subparagraph (5) of paragraph (a) of Section 102 of the N-PCL;

(iv) Article THIRD, relating to the use of the income of the Corporation, is re-numbered to Article FOURTH, is further amended to replace a reference to the Membership Corporation Law with a reference to the N-PCL, and is further amended to add the following sentence to the beginning of the Article, indicating that the Corporation is a charitable corporation:

"The Corporation is a charitable corporation under Section 201 of the N-PCL.";

(v) Article *FOURTH*, relating to the territory of the operations of the Corporation, is re-numbered to Article *FIFTH*;

(vi) Article *FIFTH*, relating to the office of the Corporation, is re-numbered to Article *SIXTH* and is further amended to remove references to the city of New York;

(vii) A new Article *SEVENTH* is added to acknowledge that the Corporation maintains physical offices outside of New York;


(viii) Article *SIXTH*, relating to the number of directors, is re-numbered to Article *EIGHTH* and is further amended, as permitted by Section 805 of the N-PCL, by deleting references to the initial directors;

(ix) A new Article *NINTH* is added to designate the Secretary of State as agent of the Corporation upon whom process against it may be served and to amend the post office address to which the Secretary of State shall mail a copy of any process against it served upon him or her.

7. The text of the *Certificate of Incorporation* is hereby restated as amended to read in its entirety as follows:

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, I have signed this Restated Certificate of  
Incorporation and the statements made herein affirmed as true under penalties of perjury this  
26<sup>th</sup> day of July, 2016.

  
By: \_\_\_\_\_  
Title: HOWARD D. MORGAN  
Chair of the Board of Directors



CERTIFICATE OF INCORPORATION  
of  
PARKINSON'S FOUNDATION, INC.

Under Section 402 of the  
New York Not-For-Profit Corporation Law

FIRST: The name of the corporation is Parkinson's Foundation, Inc (hereinafter referred to as the "Corporation")

SECOND: The Corporation is a corporation as defined in subparagraph (5) of paragraph (a) of Section 102 of the Not-for-Profit Corporation Law (hereinafter referred to as "N-PCL.")

THIRD: The purposes for which the Corporation is formed are exclusively charitable, scientific and educational, and are to plan, undertake, support, and promote the investigation and study of the problem of Parkinson's Disease and allied diseases, especially through (a) the collection and analysis of data; (b) laboratory research; and to disseminate information concerning such investigation and study; and (c) to sponsor the control and prevention of Parkinson's Disease and for the improvement of the public health; all which may be lawfully done by the Corporation organized pursuant to the provisions of the Not-for-Profit Corporation Law of the State of New York. Nothing herein contained shall be deemed to permit the Corporation to establish or maintain a clinic or hospital

As a means of accomplishing the foregoing purposes, the Corporation shall have the power to receive, acquire, hold, own, occupy, develop and to dispose of by sale, mortgage, lease, gift or otherwise, real or personal property of whatsoever kind or description, and wheresoever situated, and to invest or reinvest the funds and other property of the Corporation, to collect and receive the income thereof and to apply the principal or income thereof for the purposes of the Corporation.

FOURTH: The Corporation is a charitable corporation under Section 201 of the N-PCL. The Corporation is not organized for profit and no part of the income of the Corporation shall inure to the benefit of any member, trustee or individual and no member, trustee, officer or employee of the Corporation shall receive or be lawfully entitled to receive any pecuniary profit of any kind therefore, except reasonable compensation for services in effecting one or more of its purposes. All income shall be used for the purpose of the Corporation, and upon the dissolution or distribution of the capital of the Corporation all of its capital shall be distributed, subject to the provisions of the N-PCL.

FIFTH: The territory in which the operations of the Corporation are principally to be conducted is the United States of America, its possessions, and dependencies, but the operations of the Corporation shall not be limited to such territory.

SIXTH: The office of the Corporation within the State of New York shall be located in the County of New York.

SEVENTH: The Corporation may maintain physical offices outside of the State of New York in such other places as required by the bylaws of the Corporation or as determined by the board of directors of the Corporation from time to time.

EIGHTH: The number of its directors shall be not less than three and shall be determined in the manner provided in its by-laws.

NINTH: The Secretary of State of New York is hereby designated as agent of the Corporation upon whom process against it may be served. The address to which the Secretary of State shall mail a copy of any process accepted on behalf of the Corporation is

Parkinson's Foundation, Inc  
1359 Broadway, Suite 1509  
New York, New York 10018

[Remainder of page intentionally left blank]