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TALLAHASSEE, FLORIDA

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T BROWN NOV 22 2004

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Dr. Notes Research Foundation, Inc.

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jeff Greene

(Name of Contact Person)

Dr. Notes Research Foundation, Inc

(Firm/ Company)

5201 Congress Ave., Ste C200

(Address)

Boca Raton, FL ~~33006~~ 33487

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Jeff Greene

(Name of Contact Person)

at (561) 314-1356

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 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)
- (Paid)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 4, 2004

DR. NOTES RESEARCH FOUNDATION, INC.
10180 CAMINO DEL DIOS
DELRAY BEACH, FL 33446

SUBJECT: DR. NOTES RESEARCH FOUNDATION, INC.
Ref. Number: N01000003919

We have received your document for DR. NOTES RESEARCH FOUNDATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

We are enclosing the proper form(s) with instructions for your convenience.

Bylaws are not filed with this office. Please retain them for your records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 004A00063340

Articles of Amendment
to
Articles of Incorporation
of

FILED
04 NOV 19 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dr. Note Research Foundation, Inc.
(Name of corporation as currently filed with the Florida Dept. of State)

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

see attached

(Attach additional pages if necessary)

(continued)

Amendments to Article of Incorporation

Effective Date: August 26, 2004

Article III Purpose

Current: The purpose for which the corporation is organized is: for the research of medical information systems, disease management systems, patient monitoring systems, quality of patient care improvement technology, development of clinical standards and treatment guidelines that will bring affordable and accessible healthcare to all Americans.

Proposed: (a) The purpose for which the corporation is organized is: for the research of medical information systems, disease management systems, patient monitoring systems, quality of patient care improvement technology, development of clinical standards and treatment guidelines that will bring affordable and accessible healthcare to all Americans. (b) This corporation shall issue no stock. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in this article. This corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under § 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law, or by a corporation, contributions to which are deductible under § 170 (c) (2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law. On the dissolution of this corporation the board of directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner or to the organization or organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall be at the time qualify as exempt organizations under § 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed shall be disposed of by a court competent jurisdiction in the county where the principal office of this corporation is then located exclusively for the purposes or to the organizations that the court determines are

organized and operated exclusively for charitable, educational, and religious or scientific purposes.

Article IV Manner of Election

Current: The manner in which the directors are elected or appointed: The Directors have been appointed according to their current contribution to date in performing the duties of the purposes of the Corporation. The Directors are appointed solely by incorporator, Angel M. Garcia, M.D., the founder and Chief Medical Investigator.

Proposed: The manner in which the directors are elected or appointed: The Directors have been appointed according to their current contribution to date in performing the duties of the purposes of the Corporation. The Directors are appointed solely by incorporator, Angel M. Garcia, M.D., the founder and Chief Medical Investigator. The number of directors may be changed from time to time in the bylaws.

Article VIII Limitation of Corporate Powers

Current: None

Proposed: The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

The date of adoption of the amendment(s) was: August 26, 2004

Effective date if applicable: August 26, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 16th day of November, 2004.

Signature Jeff Greene
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Jeff Greene
(Typed or printed name of person signing)

Secretary
(Title of person signing)

FILING FEE: \$35