

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA NON-PROFIT CORPORATION

FLORIDA ASSOCIATION FOR THE TREATMENT OF OBESITY

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
FLORIDA ASSOCIATION FOR THE TREATMENT
OF OBESITY FUNDING FOUNDATION, INC.**

ARTICLE I - NAME

The name of this corporation is

**FLORIDA ASSOCIATION FOR THE TREATMENT
OF OBESITY FUNDING FOUNDATION, INC.**

a corporation not for profit.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

**1321 Northeast 40th Court
Pompano Beach, Florida 33064**

ARTICLE III - PURPOSE

To set up a not-for-profit charitable foundation to assist in the medical and financial needs of obese individuals who are declared as "medically necessary" to have Gastric Bypass Surgery and have no financial means to do so.

ARTICLE IV - QUALIFICATION OF MEMBERS

The qualifications for membership will be determined by the By-Laws of the corporation.

Prepared by:
Howard J. Milchman, Esquire
Howard J. Milchman, P.A.
9600 West Sample Road, Suite 507
Coral Springs, Florida 33065
Florida Bar No. 633902
(954) 753-8070

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9600 West Sample Road, Suite 507, Coral Springs, Florida 33065 and the name of the initial registered agent of this corporation at that address is Howard J. Milchman, P.A.

ARTICLE VI - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Howard J. Milchman, Esquire
Howard J. Milchman, P.A.
9600 West Sample Road, Suite 507
Coral Springs, Florida 33065

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws but in no event shall be less than three (3). The names and addresses of the initial Board of Directors of this corporation are:

Robert Hart	1321 Northeast 40 th Court Pompano Beach, Florida 33064
Robert Marema	1321 Northeast 40 th Court Pompano Beach, Florida 33064
Howard Milchman	9600 West Sample Road, Suite 507 Coral Springs, Florida 33065

ARTICLE VIII - BOARD OF DIRECTORS ELECTIONS

The Board of Directors shall be elected by the membership at each annual meeting of the members.

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ARTICLE IX - OFFICERS

The legal affairs of the corporation shall be managed by the Officers who shall be elected at the annual meeting each year to serve for the ensuing year. The officers of the corporation shall serve until their respective successor in office shall be elected and duly qualified.

ARTICLE X - REVENUE

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, Directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. The corporation shall not in any way, directly or indirectly, carry on propaganda or otherwise attempt to influence legislation, or participate or intervene in any political campaign on behalf of any candidate for public office, by publishing or distributing statements or otherwise. Notwithstanding any other provisions of these Articles, the corporation shall not carry on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

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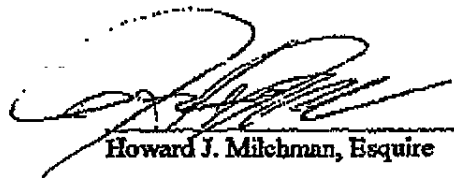
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ARTICLE XI - DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: December 8, 2000


Howard J. Milchman, Esquire

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Certificate designating place of business or domicile from the service of process with Florida, naming agent upon whom process may be served.

In compliance with Section 617.0501, Florida Statutes, the following is submitted:

First that FLORIDA ASSOCIATION FOR THE TREATMENT OF OBESITY FUNDING FOUNDATION, INC., desiring to organize or qualify under the laws of the State of Florida, has named Howard J. Milchman, P.A., a Florida professional association, located at 9600 West Sample Road, Suite 507, Coral Springs, Florida 33065, as its agent to accept service of process within Florida.

Dated: December 8, 2000.


Howard J. Milchman, Esquire

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: December 8, 2000.


Howard J. Milchman, Esquire

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