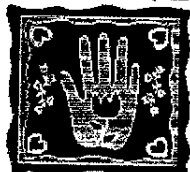


Lisa Eichenholtz



Memorial Fund

The Lisa Eichenholtz Memorial Fund, Inc.  
811 Golf Island Drive  
Apollo Beach, Florida 33572

Board of Directors: Marc Eichenholtz, Luis Salaman and JoAnne Tireman

ND10000002478

October 9, 2002

Mr. Susan Payne  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

200008313782--6  
-10/10/02--01066--004  
\*\*\*\*\*280.00 \*\*\*\*\*43.75

**RE: Amended Articles of Incorporation and Uniform Business Report**


Dear Ms. Payne,

Thank you so much for taking the time to explain the procedures necessary to reinstate our not-for profit organization and to file our UBR. I have attached a check for \$280.25 of which \$236.50 is for reinstatement fees and UBR filing fees, \$35.00 is for filing fees, and \$8.75 is for a certified/stamped copy of our Amended Articles. I graciously request that the stamped Articles be faxed to my attention at 813-612-5910 on Friday, October 11, 2002 if possible so that we may respond to an IRS request for that document by Monday, October 14, 2002.

Please also note that per our discussion, the Lisa Eichenholtz Memorial Fund has only 3 Board members and no members beyond the Board are entitled to vote. The three members of the board are all in agreement with the adoption of the amended Articles dated October 9, 2002. I have signed the Articles as the Chairman of the Board.

Thank you once again for all of your kind assistance and your prompt attention to our case.

Sincerely,

  
Marc E. Eichenholtz  
Founder/Chairman of the Board

FILED  
02 OCT 10 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10/10/02  
Amend  
38

Florida Not For Profit Corporation

**AMENDED ARTICLES OF INCORPORATION  
OF  
The Lisa Eichenholtz Memorial Fund, Inc.  
(a CORPORATION NOT FOR PROFIT formed under the Florida General Corporation Act)**

FILED  
02 OCT 10 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE 1: NAME**

The name of the Corporation is **The Lisa Eichenholtz Memorial Fund, Inc.** (hereafter, "Corporation").

**ARTICLE 2: DURATION**

Term of existence of the Corporation is perpetual unless dissolved according to law. The corporate existence shall commence at the time of filing with the Secretary of State.

**ARTICLE 3: PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

The specific purpose of this Corporation: *to increase the level of awareness of ovarian cancer and to secure donations to help fund research, educational outreach and related projects.*

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an origination exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE 4: ELECTIONS OF DIRECTORS**

The election for Directors and the manner of their admission is provided for in the By Laws of the Corporation.

**ARTICLE 5: PRINCIPAL OFFICE AND BOARD OF DIRECTORS**

The address of the principal office of this Corporation:

**811 Golf Island Drive  
Apollo Beach, Florida 33572**

and the mailing address is the same

Directors of the Corporation (no less than three) shall be:

1. **Marc E. Eichenholtz**
2. **Luis A. Salaman, Jr.**
3. **JoAnne Tireman**

Whose addresses are the same as that of the principal office.

## **ARTICLE 6: ORGANIZATION**

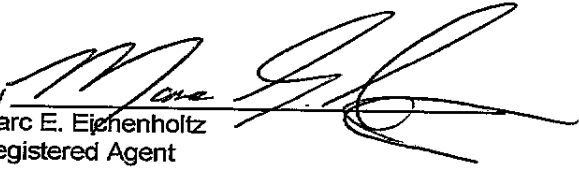
This Corporation is organized under a non-stock basis. It will operate under the provisions for a Not For Profit Organization under the Internal Revenue Code of 1986.

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

## **ARTICLE 7: REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is located at **811 Golf Island Drive, Apollo Beach, Florida 33572**. The name and address of the registered agent of this Corporation is **Marc E. Eichenholtz, 811 Golf Island Drive, Apollo Beach, Florida 33572**.

I, **Marc E. Eichenholtz**, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

By   
Marc E. Eichenholtz  
Registered Agent

## **ARTICLE 8: INCORPORATOR**

The name and address of the Incorporator is:

**Marc E. Eichenholtz, 811 Golf Island Drive, Apollo Beach, Florida 33572**

In witness whereof I have subscribed my name 

Marc E. Eichenholtz

## **ARTICLE 9: DISTRIBUTION OF ASSETS IN DISSOLUTION**

In the event of dissolution, the residual assets of the organization shall be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170c(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purpose.

## **ARTICLE 10: AMENDMENT**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 9th day of October, 2002.

  
Marc E. Eichenholtz, Incorporator/Chairman  
Of the Board

**Attachment to the Amended Articles of Incorporation**

The Board of Directors has approved the Amended Articles of Incorporation. The Lisa Eichenholtz Memorial Fund has only 3 Board members and no members beyond the Board are entitled to vote. The three members of the board are all in agreement with the adoption of the amended Articles dated October 9, 2002. I have signed the Articles as the Chairman of the Board.