

NO1000007772

October 29, 2001

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Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

000004661040--8  
-10/31/01--01049--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75


Re: Ellen Sara Colin Leukemia Foundation, Inc.

Dear Madam or Sir:

I have enclosed the original and one copy of the above Articles of Incorporation along with a check in the amount of \$78.75 for the filing of Ellen Sara Colin Leukemia, Inc.

If you have any problems or questions please contact me at the above number. Thanking you for your assistance in this matter, I am

Sincerely yours,

  
Julie Romani  
Secretary to Kirk Friedland

Enclosure

FILED  
2001 OCT 31 PM 1:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

11/1/01

**ARTICLES OF INCORPORATION**  
**OF**  
**ELLEN SARA COLIN LEUKEMIA FOUNDATION, INC.**  
**A NON-PROFIT FLORIDA CORPORATION**

**FILED**

2001 OCT 31 PM 1:35

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of this non-profit corporation shall be: **ELLEN SARA COLIN LEUKEMIA FOUNDATION, INC.**

**ARTICLE II**

This is a not for profit corporation that shall exist perpetually.

**ARTICLE III**

This corporation 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) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The corporation will raise funds and utilize them for the purpose of assisting cancer and leukemia patients and their families in coping with the various mental/emotional problems that these diseases cause and promoting a mind/body wellness approach to treatment.

#### **ARTICLE IV**

Membership is extended to all persons who express and embrace a similar purpose of assisting cancer and leukemia patients and timely pay the annual dues as set forth by the Board of Trustees of the corporation.

#### **ARTICLE V**

The name and address of the initial registered agent is: MARTIN H. COLIN. The address of the registered agent and the principal office of the corporation is:

2290 10<sup>th</sup> Avenue North, Suite 304, Lake Worth, Florida 33461

#### **ARTICLE VI**

There shall be three (3) directors on the Board of Directors who shall be elected as set forth in the Bylaws of the corporation. The names and addresses of the initial Members of the Board of Directors are as follows:

<b>Martin H. Colin</b>	<b>2290 10<sup>th</sup> Avenue North, Suite 304, Lake Worth, FL 33461</b>
<b>Kelly L. DellaSala</b>	<b>2290 10<sup>th</sup> Avenue North, Suite 304, Lake Worth, FL 33461</b>
<b>Judith Zeidel</b>	<b>147 South Worth Court, West Palm Beach, FL 33405</b>

#### **ARTICLE VII**

The names and addresses of each incorporator is as follows:

<b>Martin H. Colin</b>	<b>2290 10<sup>th</sup> Avenue North, Suite 304, Lake Worth, FL 33461</b>
<b>Kelly L. DellaSala</b>	<b>2290 10<sup>th</sup> Avenue North, Suite 304, Lake Worth, FL 33461</b>
<b>Judith Zeidel</b>	<b>147 South Worth Court, West Palm Beach, FL 33405</b>

#### **ARTICLE VIII**

The names and addresses of the initial members are as follows:

<b>Martin H. Colin</b>	<b>2290 10<sup>th</sup> Avenue North, Suite 304, Lake Worth, FL 33461</b>
<b>Kelly L. DellaSala</b>	<b>2290 10<sup>th</sup> Avenue North, Suite 304, Lake Worth, FL 33461</b>
<b>Judith Zeidel</b>	<b>147 South Worth Court, West Palm Beach, FL 33405</b>

## **ARTICLE IX**

**BOARD OF DIRECTORS.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall not be less than three (3).

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and By-Laws of this corporation authorize the Directors to so act. Such statement shall be prima facie evidence of such authority .

## **ARTICLE X**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed 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 purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including the publishing or distribution

of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or the corresponding section for any future federal tax code.

#### **ARTICLE XI**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

#### **ARTICLE XII**

Amendments to these articles of incorporation may be adopted by a two thirds vote of the Board of Directors.

**IN WITNESS WHEREOF**, we, a majority of whom are U.S. Citizens have made and subscribed our names and signatures to these Articles of Incorporation and hereunto set my hand and seal this 22<sup>nd</sup> day of October, 2001.

FILED

2001 OCT 31 PM 1:35

In the presence of:

[Signature]  
Witness

[Signature]  
Witness

[Signature]  
Witness

[Signature]  
Witness

[Signature]  
Witness

[Signature]  
MARTIN H. COLIN I am familiar with and  
accept the appointment as registered agent  
and agree to act in this capacity.

[Signature]  
KELLY L. DELLASALA

[Signature]  
JUDITH ZEIDEL

STATE OF FLORIDA  
COUNTY OF PALM BEACH



The foregoing Articles of Incorporation were acknowledged before me this 22<sup>nd</sup> day of October, 2001 by MARTIN H. COLIN, who is personally known to me or who produced \_\_\_\_\_ as identification.

[Signature]  
Notary Public:  
Commission No:  
My commission expires:



STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 22<sup>nd</sup> day of October, 2001 by KELLY L. DELLASALA, who is personally known to me or who produced \_\_\_\_\_ as identification.

[Signature]  
Notary Public:  
Commission No:  
My commission expires:

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 22<sup>nd</sup> day of Oct, 2001 by JUDITH ZEIDEL, who is personally known to me or produced FL DL as identification.

[Signature]  
Notary Public:  
Commission No:  
My commission expires:

