N01000008619

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

700004699717---0 -17/30/01--01031--002 ******70.00 ******70.00

SUBJECT: The Rod Sheer Cancer Foundation Corp.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☎ \$70.00

Filing Fee

□ \$78.75

Filing Fee &

Certificate of

Status

\$78.75 Filing Fee

Filing Fee,

\$87.50

& Certified Copy

Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: Emery B. Sheer

Name (Printed or typed)

9655 South Dixie Highway, 3rd Floor

Address

Miami, FL 33156

City, State & Zip

(305) 274-4600 Ext. 103

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

SECRETARY OF STATE STATE AND STATE AND STATE OF STATE OF

T. Burch DEC 1 1 2001



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 4, 2001

EMERY B. SHEER 9655SOUTH DIXIE HWY 3RD FLOOR MIAMI, FL 33156

SUBJECT: THE ROD SHEER CANCER FOUNDATION CORP.

Ref. Number: W01000027529

We have received your document for THE ROD SHEER CANCER FOUNDATION CORP. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2002 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

Please return the original and one copy of 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) 245-6928.

Tim Burch Document Specialist New Filing Section

Letter Number: 901A00064011

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

The Rod Sheer Cancer Foundation Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: c/o Berenfeld, Spritzer, Shechter & Sheer 9655 South Dixie Highway, 3rd Floor Miami, Florida 33156

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To assist those in need of financial assistance for the purchase of cancer related drugs and therapies.

<u>ARTICLE IV MANNER OF ELECTION</u>

The manner in which the directors are elected or appointed:

Whenever a vacancy exists on the Board of Directors, whether by death, resignation or otherwise, the vacancy shall be filled by a majority vote of the remaining Directors at a regular or special meeting of the Board of Directors. The initial directors will be appointed by the ARTICLE V INITIAL DIRECTORS/OFFICERS incorporator.

The name(s), address(es) and title(s):

Quinton Sheer, Pres/Dir. 1972 Lake Heritage Circle

Apt. 131

Emery B. Sheer, Secy/Treas/Dir.Rebecca Sheer, Dir 13603 S.W. 109 Place Miami, FL 33176

7935 Pipers Creek #614

San Antonio, TX 78251

Orlando, FL 32839

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Emery B. Sheer 9655 South Dixie Highway, 3rd Floor Miami, FL 33156

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Emery B. Sheer

9655 South Dixie Highway, 3rd Floor

Miami, FL 33156

Having been named as registered agent to accept service of process for the above stated corporation at the place designated

in this certificate; I am familiar with and accept the appointment as registered agent and agree to act in this capacity. Signature/Registered Agent Signature/Incorporator