

# N020000002320

## TRANSMITTAL LETTER

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

400005153814--4  
-03/25/02--01056--024  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Lipton Cancer Research Foundation, Inc.  
(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  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: James Spaulding  
Name (Printed or typed)

4562 Holly Lake Drive  
Address

Lake Worth, FL 33463  
City, State & Zip

561-436-8087  
Daytime Telephone number

FILED  
02 MAR 25 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

James  
AUTHORIZATION BY PHONE TO  
CORRECT Director  
DATE 3/24/02  
DOC. EXAM Don White

WHITE, MAR 29 2002

3

ARTICLES OF INCORPORATION

FOR

*Lipton Cancer Research Foundation, Inc.*

FILED

02 MAR 25 PM 3:45

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Act, hereby adopt(s) the following Articles of Incorporation:*

ARTICLE I NAME

The name of the corporation shall be:

*Lipton Cancer Research Foundation, Inc.*

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Lipton Cancer Research Foundation, Inc.  
11920 Mellow Court  
West Palm Beach, Florida 33411

ARTICLE III PURPOSES

The specific purposes for which the corporation is organized are:

1. To fund research for Macrimune™;
2. To fund the laboratory clinical trials to further test the effectiveness of Macrimune™;
3. To educate the public about promising new cancer treatment;
4. To obtain government and private grants and joint development agreements for promising pharmaceuticals that are beyond the resources of *Lipton Cancer Research Foundation, Inc.*;
5. To seek out promising medical treatments that have are not yet supported by government or pharmaceutical sources and help provide the funds and the resources necessary to bring these therapies to the people who need them;
6. To make available substantiated generic medications and pharmaceuticals to the under-privileged national and international community
7. To conduct fund raising activities that are legal and moral pursuant to applicable state and federal laws and in conformance with community standards.

**ARTICLE IV MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed is:

- 1) The initial members of the board are:

James S. Lipton  
11920 Mellow Court  
West Palm Beach, Florida 33411

James Spaulding  
4562 Holly Lake Drive  
Lake Worth, FL 33463

Ruth M. Sheller  
4809 Lake Worth Road, #202  
Lake Worth, Florida 33463

- 2) The initial board will serve in perpetuity or until such time as they name a successor;
- 3) Additional board members will be appointed by unanimous consent of the board and will serve for a term of two years;

**ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS**


The name and Florida address of the initial registered agent are:

Ruth M. Sheller  
4809 Lake Worth Road  
Lake Worth, Florida 33463

**ARTICLE VI INCORPORATOR**

The **name and address** of the Incorporator to these Articles of Incorporation is:

James S. Lipton  
11920 Mellow Court  
West Palm Beach, Florida 33463

  
JAMES S. LIPTON, MD, PhD: Incorporator

2/26/02  
Date

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

  
RUTH M. SELLER: Registered Agent

2/26/02  
Date