N02631

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

500384470045

#48.00

N02631

Apr 17 3 22 PM '84

SECRETARY OF STATE

done

CORPORATION INFORMATION SERVICES, INC.

[illegible] East Park Avenue · Tallahassee, FL 32301 · (904) 222-0171
MAILING ADDRESS: Post Office Box 10329 · Tallahassee, FL 32302
TOLL FREE IN FLORIDA 1-800-342-[illegible]

[illegible]	[illegible]	CHARTER NO.	[illegible]	[illegible]
28960	4/17/84 mail	00558	006	Univ. of S. Fl. Cancer etc. - Al Pinan

DOMESTIC/NON-PROFIT/3 CERTIFIED COPIES

CHARTER# _____

Date filed _____

1. ~~NEW~~ University of South Florida
Cancer and Chronic Diseases Research
and Treatment Center, Inc.

Articles to be filed.

CIS to prepay state fees of $48.00

Mail back three certified copies as
per request from Mr. Al Pinan.

Bureau of Corps GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA address
DATE 4/19/84
DOC. EXAM [illegible]

C. TAX _____
FILING 30.00
R AGENT FEE 3.00
C. COPY 15.00
TOTAL 48.00
~~005 0457 4/19/84~~
N. BANK _____ 30.00
BALANCE DUE 005 0457 4/19/84 15.00
REFUND 005 0457 4/19/84 3.00
005 0457 4/19/84 48.00

Name Availability	4-17-84
Document Examiner	
Updater	
Updater Verifyer	
Acknowledgemnt.	
W. H. Verifyer	

8/21/13

NAME:
Shackleford, Farrior, et al
Attorneys at Law
Post Office Box 3324
Tampa, Florida 33601

TELEPHONE NO.: 813-273-5000

STATE COPY

FILED

APR 17 3 27 PM '84

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

UNIVERSITY OF SOUTH FLORIDA

CANCER AND CHRONIC DISEASES

RESEARCH AND TREATMENT CENTER, INC.

The undersigned incorporator, being of full age, for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 617, Florida Statutes, does hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by said law and does hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER, INC

ARTICLE II

CORPORATE PURPOSE

The purposes for which the Corporation is organized shall include but not be limited to the operation, on behalf of the University of South Florida (the "University") of a health care consortium, designed to accommodate the health maintenance and disease prevention, detection and treatment needs of the communities which the University serves and to provide facilities and subjects which will enhance the University's approved educational, teaching and research programs, the foregoing to be achieved in part through the construction, operation or supervision of hospitals, clinics, laboratories, and other facilities and the hosting, sponsoring or funding of seminars, colloquia, retreats, fellowships and expeditions The Corporation will engage

solely in activities which exclusively support and benefit the University, the Board of Regents of the State of Florida and the State of Florida.

ARTICLE III

CORPORATE POWERS

In addition to all other corporate powers provided by law and in furtherance of the objectives described above but not in limitation thereof, the Corporation shall have the power to:

(a) Have succession by its corporate name for the period set forth in its Articles of Incorporation.

(b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

(c) Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "Corporation Not for Profit."

(d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation, provided that members of the Board of Directors will receive no compensation for such services.

(e) Adopt, change, amend and repeal Bylaws not inconsistent with law or its Articles of Incorporation for the administration of the affairs of the Corporation and the exercise of its corporate powers.

(f) Increase, by a vote of its members cast as the Bylaws may direct, the number of its directors, managers or trustees so that the number shall not be less than three (3) but may be any number in excess thereof which is less than sixteen.

(g) Make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations and secure any of its obligations by mortgage and pledge of all or any of its property, franchises or income.

(h) Conduct its affairs, carry on its operations and have offices and exercise the powers granted by Florida law in any state, territory, district or possession of the United States or any foreign country.

(i) Purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property or any interest therein wherever situated.

(j) Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein.

(k) Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets.

(l) Purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interests in or obligations of other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, municipality or of any instrumentality thereof.

(m) Lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.

(n) Make and receive donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes.

(o) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized.

(p) Merge and consolidate with other corporations not for profit, domestic or foreign, provided that the surviving corporation is a corporation not for profit, and further provided that the Board of Regents of the State of Florida must approve any such merger or consolidation.

The Corporation shall not have the power to convey, lease, pledge or otherwise encumber assets of the State of Florida.

ARTICLE IV

MEMBERSHIP

A. Members. The members of the Corporation shall be the Board of Directors, who shall be the sole voting members of the Corporation.

B. Other Members. The Bylaws may provide for one or more classes of other members, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws but who shall not have the right to vote.

ARTICLE V

DURATION

The Corporation shall have perpetual existence.

ARTICLE VI

MANAGEMENT

Section 1. The affairs of the Corporation shall be managed by a Board of Directors who shall serve without compensation. The Board of Directors shall consist of not less than three (3) persons but may be any number in excess thereof. Directors shall serve a term of three (3) years and may be reappointed. The President of the University and the Chairman of the Board of Regents, created under the provisions of Chapter 240, Florida Statutes, or the Chairman's designee, shall be Directors. The remaining Directors shall be appointed by the President of the University and shall include, but not be limited to, the incumbent holders of the following named offices and persons from the following named classes:

(a) Vice President, Medical Affairs, University of South Florida

(b) Director of Clinical Programs of the Medical Center

(c) Member of the Executive Committee of the College of Medicine, University of South Florida

(d) Member of the Health Center Council of the University of South Florida

(e) Faculty Member of the College of Medicine, University of South Florida (excluding the chairmen or chief departmental officers)

(f) Seven (7) citizens of the State of Florida who shall be selected from the State at large and who have been residents and citizens thereof for a period of at least three (3) years prior to the date of their appointment; provided that one of such citizens shall be by reason of training or experience qualified to serve as an advocate for cancer patients and their families and one of such citizens shall be a non-physician employee of the Corporation, preferably selected from the nursing staff of the Corporation;

provided, however, that any person holding more than one of the above offices or designated from any of the above classes shall have only one vote as a Director of the Corporation.

Directors shall be removed in accordance with the procedure provided in the Bylaws.

Section 2. The names and street addresses of the initial Directors are:

Name	Address
John Lott Brown	University of South Florida Office of the President Tampa, Florida 33620
Albert Hartley	University of South Florida Department of Administration and Finance Tampa, Florida 33620
Andor Szentivanyi	University of South Florida College of Medicine Tampa, Florida 33620

Section 3. The officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary, a Treasurer and such other officers as may be provided in the Bylaws. The President of the Corporation shall be the President of the University. The remaining officers shall be appointed by the President of the University and shall hold office in the manner provided in the Bylaws.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this Corporation are:

Steven G. Wenzel
University of South Florida
Department of Employee Relations
and Legal Affairs
Tampa, Florida 33620

ARTICLE VIII

BYLAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The Bylaws of the Corporation may be amended or repealed and additional Bylaws added or adopted by a majority vote of the voting membership present or voting by proxy at any regular meeting of the Corporation or by a majority vote of the Board of Directors, and in all instances, with the

written concurrence of the President of the University; provided, however, that notice thereof, which shall include the text of the change in the Bylaws, has been furnished in writing to each voting member or each Director of the Corporation at least ten (10) days prior to the meeting at which such Bylaws alteration is to be voted upon.

The Articles of Incorporation of the Corporation shall be amended or additional provisions added or adopted by a two-thirds (2/3rd) vote of the members of the Board of Directors present or voting by proxy at any meeting thereof and the written concurrence of the President of the University and the Board of Regents of the State of Florida; provided, however, that notice thereof, which shall include the text of the change in the Articles of Incorporation, has been furnished in writing to each Director of the Corporation at least ten (10) days prior to the meeting at which such Articles of Incorporation alteration is to be voted upon.

ARTICLE IX

GENERAL

All income and assets of the Corporation above necessary expenses shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

The Corporation shall have no capital stock and shall not pay dividends. In addition, no part of the income of the Corporation shall be distributed to its Subscribers, Directors, officers or members, provided that the Corporation may reimburse appropriate costs in a reasonable amount to its Subscribers, Directors, officers or members for services rendered which are unrelated to their Board duties and such other appropriate costs in a reasonable amount as may be approved by the Board of Directors.

ARTICLE X

REGISTERED OFFICE AND REGISTERED AGENT

The above-named Incorporator, desiring to organize the Corporation under the laws of the State of Florida, hereby designates the Corporation's Registered Office to be located at the University of South Florida, Department of Employee Relations and Legal Affairs, Tampa, Florida 33620, and hereby designates and appoints Bryan Burgess as Registered Agent of the Corporation, to accept service of process within this State, to serve in such capacity until a successor is selected and duly designated.

ARTICLE XI

INDEMNIFICATION

The Corporation shall indemnify any Director, officer or employee of the Corporation, or any former Director, officer or employee of the Corporation, to the full extent permitted by and set forth in the Florida General Corporation Act.

ARTICLE XII

PROHIBITED ACTIVITIES

The Corporation shall not:

(a) Attempt to influence legislation as a substantial part of its activities.

(b) Allow any part of its income to inure to the benefit of Directors, officers or members of the Corporation, or to any other individuals except in the furtherance of its charitable purposes.

(c) Participate to any extent in any political campaign for or against any candidate for public office.

(d) Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE XIII

DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purposes set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future law or to the Federal government or to a state or local government for exclusive public purpose: provided that the recipient or recipients of the distribution shall be approved by the Board of Regents of the State of Florida.

IN WITNESS WHEREOF, the undersigned has subscribed his name under seal this 3rd day of April, 1984.

STEVEN G. WENZEL

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared Steven G. Wenzel, to me well known and well known to me to be the person described in and who subscribed his name to the foregoing Articles of Incorporation and who acknowledged before me that he executed the said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the aforesaid County and State this 3rd day of April, 1984.

Notary Public, State of Florida at Large

My Commission Expires:

FILED

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR PM '84
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
SECRETARY OF STATE

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED BRYAN BURGESS, University of South Florida, Department of Employee Relations and Legal Affairs, Tampa, Florida 33620, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Steven G. Wenzel
STEVEN G. WENZEL

TITLE Incorporator

DATE April 2 1984

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, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Bryan S. Burgess
BRYAN BURGESS

DATE April 3, 1984

0003n

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT
1985

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $20 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

N02631 2
UNIVERSITY OF SOUTH FLORIDA CANCER AND CHR
%BRYAN BURGESS, UNIVERSITY OF SOUTH FLA
DEPT OF EMPLOYEE RELATIONS & LEGAL AFFAIRS
TAMPA, FL 33620

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address: 12901 N. 30th St.
P.O. Box No.: MDC Box 44
City: Tampa, FL 33612
State / Zip Code

3. Date Incorporated or Qualified To Do Business in Florida: 04/17/1984

4. Federal Employer Identification Number (FEIN): 59-2451713

5. Date of Last Report: n/a

6. Names and Street Addresses of Each Officer and Director, as of December 31, 1984

	Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
1	BROWN, JOHN LOTT	D, Pr.	4202 Fowler Ave.-Admin.241	TAMPA, FL 33620
	Richard G. Connar, M.D.	D	12901 N. 30th St, MDC Box 16	TAMPA, FL 33612
2	HARTLEY, ALBERT	D, Sec.	4202 Fowler Av., Admin 247	TAMPA, FL 33620
	H. Juergen Nord, M.D.	D	Tampa Gen'l Hosp. Rm.236	TAMPA, FL 33606
3	SZENTIVANYI, ANDOR	D	12901 N. 30th St., MDC Box 2	TAMPA, FL 33612
	Martin Silbiger	D	12901 N. 30th St., MDC Box 17	TAMPA, FL 33612
4	Ted Couch	D	1717 E. Fowler Ave.	TAMPA, FL. 33612
	Eugene Patterson	D	490 First Ave. South	ST.PETERSBURG, FL 33701
5	H. Lee Moffitt	D	401 S. Florida Ave.	TAMPA, FL 33602
	S. Terrell Sessums	D	215 E. Madison Ave. 7th Fl.	TAMPA, FL 33602
6	Sylvia Walbolt, Esq.	D	600 N. Florida Ave., 19th Fl.	TAMPA, FL 33602

Registered Agent Information

7. Name and Address of Current Registered Agent

BURGESS, BRYAN
UNIVERSITY OF SOUTH FLORIDA
DEPT OF EMPLOYEE RELATIONS & LEGAL AF
TAMPA, FL 33620

8. Name and Address of New Registered Agent

Name: Louis de la Parte, Jr.
Street Address (Do NOT Use P.O. Box Number): 705 East Kennedy Blvd.
City, State and Zip Code: Tampa, FL 33602

9. Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the above-named corporation, organized under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the state of Florida. Such change was authorized by resolution duly adopted by its board of directors on June 19, 1985

I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.125 F.S.

SIGNATURE _____ DATE 6/19/85
(Registered Agent) Accepting Appointment)

$3.00 additional fee required for Registered Agent changes.

10. See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.
(Officer signing must be listed in Block 6)

Signature: Albert C. Hartley
Date: 6/19/85
Typed Name of Signing Officer: Albert C. Hartley
Title: Secretary
Telephone Number: 813-974-2612

11. Should you desire a certificate of status check the box: CERTIFICATE OF STATUS DESIRED ☐

$5 additional fee required for a Certificate of Status

CR2EC04 (11/85)

N02631

No. 4297

CAPITAL CORRECTION, INC.

Service: Top Priority XXX Priority ____ Routine ____

TO US VIA FED. EXP. RETURN VIA FED. EXP.

JOB No. ____ Express Mail No. ____

SEC. OF STATE $ 20.00 OUR $ ____

Amend

Name Availability	9-5-85
Document Examiner	
Updater Verifyer	
Acknowledgement	
W. P. Verifyer	

CHARTER TAX STAMP

C. TAX ____

FILING 15

R. AGENT FEE ____

C. COPY 5

TOTAL 20

N. BANK ____

BALANCE DUE ____

REFUND ____

REQUEST	TAKEN	COMPRESED	APPROVED
DATE	9/5		
TIME	11:45		CK No.
BY	Nikgie		

SALE ____

Will Pick Up 2:00

RE: UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER INC.

	C.C. FEE	DISBURSED
Capitol Express		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
XXX ( ) Cert. Copy(s)		
XXX Art. of Amend. File		
C U S -		
Good Standing Cert.		
Name Availability		
Name Reservation		
Annual Report		
Reg. Agent Service		
Document Filing		
Sewerage License	006 6755	9/10/85
Vehicle Search	006 6755	9/10/85
Driving Record		
Document Retrieval	006 6755	9/10/85
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
____ File No.'s, ____ Copies		
Courier Service		
Postage		
Phone ( )		
Top Priority		
Express Mail Prep.		
SUBTOTALS		

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEE	$
DISBURSED	$
SURCHARGE	$
PREPAID	$
BALANCE DUE	$
	$
	$

Please remit invoice number with payment.

TERMS: NET 10 DAYS FROM INVOICE DATE

1½% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

FILED

1985 SEP -5 PM 1:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION

OF

UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER, INC.

UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER, INC., a corporation organized and existing under the laws of the State of Florida, the Articles of Incorporation of which were filed with and approved by the Secretary of State of Florida on the 17th day of August, 1984, under its corporate seal and the hands of its President and Secretary, hereby certifies that at a meeting duly and regularly held on ~~September~~ August 26, 1985 the Board of Directors of said corporation approved an amendment to the Articles of Incorporation of said corporation, said amendment being in words and terms as hereinbelow set forth, and which amendment has received the written concurrence of the President of the University of South Florida and the Board of Regents of the State of Florida, and such amendment was proposed by the Board of Directors to the members of the corporation; and further that on that same day, at a meeting duly and regularly held, all of the members of the corporation took action pursuant to the said recommendation of the Board of Directors and voted to amend the Articles of Incorporation of said corporation as follows:

1. Article II entitled "Corporate Purpose" is hereby deleted in its entirety and the following substituted in lieu and place thereof:

"ARTICLE II

CORPORATE PURPOSE

Notwithstanding any other provisions of these articles, the purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision

of any future United States Internal Revenue law and within the allowance of said Section 501(c)(3) any and all purposes for which the corporation is organized shall be limited to the purposes specified in said Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue law and accordingly to the extent allowable by the foregoing limitations the corporation shall be organized to support, operate and manage the activities in furtherance of the support and benefit of the University of South Florida including health, maintenance and disease prevention, detection and treatment for the enhancement of University of South Florida's approved educational, teaching and research program."

2. Article VIII entitled "By-laws and Amendments to Articles of Incorporation" is hereby deleted in its entirety and the following substituted in lieu and in place thereof:

"ARTICLE VIII

BYLAWS AND AMENDMENTS TO ARTICLES OF INCORPORATION

The bylaws of the corporation may be amended, modified or repealed and additional bylaws added or adopted (i) by a majority vote of the voting membership present, or voting by proxy, at any regular or special meeting of the members of the corporation or (ii) by all members signing a written statement manifesting their intention that the bylaws be amended, modified, repealed, added or adopted or (iii) by a majority vote of the Board of the directors at any regular or special meeting of the Board of Directors of the corporation, or (iv) by all directors signing a written statement manifesting their intention that the bylaws be amended, modified, repealed, added or adopted, and in all instances, with the written concurrence of the President of the University of South Florida; provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change in the bylaws, shall be furnished in

writing to each voting member or each director of the corporation, as the case may be, at least ten (10) days prior to the meeting at which such bylaws alteration shall be voted upon.

The Articles of Incorporation of the corporation may be amended, modified, deleted or additional provisions added by (i) two-thirds (2/3) of the voting membership present, or voting by proxy, at any regular or special meeting of the members of the corporation, after being presented an amendment proposed by resolution of the Board of Directors, or (ii) by all of the members eligible to vote and all directors signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, and in all instances, with the written concurrence of the President of University of South Florida and the written concurrence of the Board of Regents of the State of Florida; provided, however, with respect to any meetings that notice thereof, which shall include the text of the proposed change in the Articles of Incorporation, has been furnished in writing to each member of the corporation at least ten (10) days prior to the meeting at which such Amendment to the Articles of Incorporation is to be voted upon."

IN WITNESS WHEREOF, we have hereunto set our hands and the seal of the corporation as the duly authorized act of the said corporation this 26th day of ~~September~~ August, 1985.

UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER, INC.

By: _____
John Lott Brown, President

(CORPORATE SEAL)

ATTEST:

_____
Albert C. Hartley, Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 26th day of ~~September~~ August, 1985, by JOHN LOTT BROWN and ALBERT C. HARTLEY, President and Secretary, respectively, of UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER, INC., a Florida corporation, on behalf of the corporation.

Corrine Lawson
Notary Public

My Commission Expires:
Notary Public, State of Florida at Large
My commission expires April 22, 1988
Bonded thru LAWYERS SURETY CORP.

JBH4/f

N02631

de la PARTE, GILBERT AND GRAMOVOT, P. A.
ATTORNEYS AT LAW

EDWARD M. CHEW
EDWARD P. de la PARTE, JR.
LOUIS de la PARTE, JR.
CAROLYN M. FIELDS
RICHARD A. GILBERT
LARRY I. GRAMOVOT
WALTER R. HEINRICH

705 EAST KENNEDY BOULEVARD
TAMPA, FLORIDA 33602-5011
(813) 229-2775

March 20, 1986

005 4585 3/24/86
005 4585 3/24/86 15.00 12
15.00 6
005 4585 3/24/86 30.00 TL

Secretary of State
The Capitol
Tallahassee, FL 32301

Attention: Corporations Division

Name Change

Re: University of South Florida
Cancer and Chronic Diseases
Research and Treatment Center, Inc.

Gentlemen:

I am enclosing for filing Amendment to Articles of Incorporation, as adopted, changing the name of the captioned corporation to H. Lee Moffitt Cancer Center and Research Institute, Inc. by the Corporation's Board of Directors and concurred in by the President of the University of South Florida and the Board of Regents, as required by charter.

A copy of said Amendment is also enclosed so that you may certify same and return to the undersigned. Our check for $30.00 for filing and certification is enclosed.

FILED
1986 MAR 26 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,

Louis A. de la Parte, Jr.

LAdlP:kf

Enc. ck.

Name Available 3-25
Document Examiner AH 19 L
Updater AH
Verifier AH
Acknowledgment AH
W.P. Verifier AH

FILED

1986 MAR 26 AM 9 26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION
OF
UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC
DISEASES RESEARCH AND TREATMENT CENTER, INC.

UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER, INC., a corporation organized and existing under the laws of the State of Florida, the Articles of Incorporation of which were filed with and approved by the Secretary of State of Florida on the 17th day of August, 1984, under its corporate seal and the hands of its President and Seretary, and amended on September 5, 1985, hereby certifies that at a meeting duly and regularly held on November 20, 1985, the Board of Directors of said corporation approved an amendment to the Articles of Incorporation of said corporation, said amendment being set forth below, and which amendment has received the written concurrence of the President of the University of South Florida and the Board of Regents of the State of Florida, and such amendment was proposed by the Board of Directors to the members of the corporation; and further that on that same day, at a meeting duly and regularly held, all of the members of the corporation took action pursuant to the said recommendation of the Board of Directors and voted to amend the Articles of Incorporation of said corporation as follows:

The name of the corporation shall be changed to:

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

IN WITNESS WHEREOF, we have hereunto set our hands and seal of the corporation as the duly authorized act of the said corporation this 12th day of December, 1985.

UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER, INC.

BY _____
John Lott Brown, President

ATTEST:

_____
Albert C. Hartley, Secretary

(CORPORATE SEAL)

This is to give notice of my concurrence in the Amendment to the Articles of Incorporation of University of South Florda Cancer and Chronic Diseases Research and Treatment Center, Inc., which were duly approved by the corporation's Board of Directors at a meeting held on November 20, 1985. A copy of such amendment is attached hereto.

John Lott Brown, President
University of South Florida

12/12/85
(Date)

This document shall constitute notice of concurrence of the Board of Regents to the amendment to the Articles of Incorporation of the University of South Florida Cancer and Chronic Diseases Research and Treatment Center, Inc., as approved by the Center's Board of Directors on November 20, 1985, changing the name of the Center to the "H. Lee Moffitt Cancer Center and Research Institute, Inc." A copy of the amendment is attached hereto.

By: Charles B Reed

Title: Chancellor

Date: 3/7/86

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION

ANNUAL REPORT

1986

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $20 Required – Make Checks Payable To: *Secretary of State*

1. Name and Address of Corporation Principal Office

N02631 2
UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC D
12901 NORTH 30TH STREET
MDC BOX 44
TAMPA, FL 33612

If above address is incorrect in any way, enter the correct address in item 2, include Zip Code.

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

3. Date Incorporated or Qualified To Do Business in Florida: 04/17/1984

4. Federal Employer Identification Number (FEIN): 59-2451713

5. Date of Last Report: 07/01/1985

6. Names and Street Addresses of Each Officer and Director as of December 31, 1985

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
BROWN, JOHN LOTT	P/D	4202 FOWLER AVE. #241	TAMPA, FL 33620
MOFFITT, H. LEE	D	401 S. Florida Ave.	TAMPA, FL 33602
HARTLEY, ALBERT	S/D	4202 FOWLER AVENUE #247	TAMPA, FL
COUCH, TED	D	1717 E. FOWLER AVE.	TAMPA, FL 33612
SZENTIVANYI, ANDOR	D	12901 N 30TH ST MDC #2	TAMPA, FL
PATTERSON, EUGENE	D	490 FIRST AVE.	ST. PETERSBURG, FL 33731
CONNAR, RICHARD G. M.D.	D	12901 N 30TH ST MDC #16	TAMPA, FL
BUCHANAN, DONALD D.	D	600 NO. FLORIDA AVE.	TAMPA, FL 33601
NORD, H. JUERGEN M.D.	D	TAMPA GENL HOSP RM 238	TAMPA, FL
SESSUMS, TERRELL	D	215 E. MADISON ST.	TAMPA, FL 33601
SILBIGER, MARTIN	D	12901 N 30TH ST MDC #17	TAMPA, FL
WALBOLT, SYLVIA H. Esquire	D	777 S. HARBOUR DR.	TAMPA, FL 33602

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

DE LA PARTE, LOUIS JR.
705 EAST KENNEDY BLVD
TAMPA, FL 33602

8. Name and Address of New Registered Agent

Name 81

Street Address (Do NOT Use P.O. Box Number) 82

City and State 83: FL.

Zip Code 84

9. Pursuant to the provisions of Sections 607.334 and 607.337, Florida Statutes, the above named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

Such change was authorized by the Board of Directors or by the Board of Directors on _____

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.324 F.S.

SIGNATURE OF _____ DATE _____
Registered Agent Accepting Appointment

$3.00 additional fee required for Registered Agent changes.

10. See signature instructions under item 10 on reverse side of this form.

I Certify That: An Act Under Chapter 607 Required of the Business or Foreign Corporation Empowered to Execute This Report as Required by Chapter 607 F.S. Number Certify, Under Penalties of Perjury, that I am Familiar with This Report and Statements Made Therein and Have Been Duly Authorized to Execute This Report. Statements Made Therein Are Under Oath.

Signature: Albert C. Hartley

Date: 3/10/86

Type Name & Signing Officer: ALBERT C. HARTLEY

Title: Secretary and Director

Telephone Number: (813) 972-2612

CERTIFICATE OF STATUS DESIRED ☐

$5 Additional Fee required for a Certificate of Status

Copy to 11 1986

N02631

de la PARTE, GILBERT AND GRAMOVOT, P. A.
ATTORNEYS AT LAW

EDWARD M. CHEW
EDWARD P. de la PARTE, JR.
LOUIS A. de la PARTE
LOUIS D. de la PARTE
RICHARD A. GILBERT
LARRY J. GRAMOVOT
WALTER R. HEINRICH
MATTHEW S. MUDANO

705 EAST KENNEDY BOULEVARD
TAMPA, FLORIDA 33602-5011
(813) 223-2775

January 16, 1987

Office of the Secretary of State
Division of Corporations
The Capitol, Room 2001
Tallahassee, FL 32301

01/21/87 00109 012
DOMESTIC AMENDMENTS
CERT/PHOTO COPY 15.00
AMENDMENT 15.00
==========
TOTAL 30.00

RE: The H. Lee Moffitt Cancer Center and Research Institute, Inc.

To Whom It May Concern:

Please find enclosed an original and one copy of the Second Amended and Restated Articles of Incorporation of the above-named corporation. Also enclosed is this firm's check in the amount of $30.00; $15 in payment of the filing fee for the Articles, and $15 for a Certified copy, to be returned to this office.

FILED
1987 FEB 10 AM 11:17

If you have any questions or need further information please contact this office at your earliest convenience.

Thank you for your assistance.

Sincerely,

Louis D. de la Parte

LDD/gj
Enclosures

Mr. de la Parte's
Dec agree permission
to list Nov. 19 as
the date of adoption
as Nov 19, 1986
AOH 2/10/87

1-22-87
AOH 25/N
AOH
AOH
AOH
AOH
+ 3, ~~79, 92, 46, 129~~

D. W. McKinnon, Director
Division of Corporations
904/487-6000

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State

Mrs. Mary Kacur, Chief
Bureau of Corporate Records
904/487-6900

February 2, 1987

Louis D.de la Parte, Esq.
705 East Kennedy Boulevard
Tampa, FL 33602-5011

SUBJECT: H. LEE MOFFITT CANCER CENTER AND RESEARCH
Reference: N02631

Dear Mr. de la Parte:

We have received your document for the above corporation and your check(s) totaling $30.00. However, the document has not been filed and is being returned for the following:

The document must include original signatures and the notary public's seal.

The date of adoption of the amendment by the members or by the board of directors, managers, or trustees when no members have been admitted, must be included in the document.

We have enclosed a non-profit amendment form for your convienence. If you wish you may fill it out and attach your amended and restated articlesto it.

If you have any further questions concerning the filing of your document, please call (904) 487-6907.

Sincerely,

Annette Hogan
Document Examiner
Amendment Section

AH:ajh

de la PARTE, GILBERT AND GRAMOVOT, P. A.
ATTORNEYS AT LAW

EDWARD M. CHEW
EDWARD P. de la PARTE, JR.
LOUIS A. de la PARTE
LOUIS D. de la PARTE
RICHARD A. GILBERT
LARRY E. GRAMOVOT
WALTER R. HEINRICH
MATTHEW S. MOTADAGO

205 EAST KENNEDY BOULEVARD
TAMPA, FLORIDA 33602-5011
(813) 229-2775

February 5, 1987

Ms. Annette Hogan
Document Examiner
Amendment Section
Florida Dept. of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

RE: H. Lee Moffitt Cancer Center
Reference: N02631

Dear Ms. Hogan:

Please find enclosed the executed Resolution concerning the above-captioned matter. This document was inadvertently omitted from the papers sent to you on January 16, 1987.

If no further information is needed please file the Amended Articles, and return a certified copy to this office. Check No. 18385 for $30 was sent to you on January 16 to cover this cost.

I apologize for any inconvenience this omission of the above-referenced document has caused.

Sincerely,

Louis D. de la Parte

LDD/gj
Enclosure

FILED

1987 FEB 10 AM 11: 17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND

AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

H. LEE MOFFITT CANCER CENTER

AND RESEARCH INSTITUTE, INC.

The undersigned incorporator, being of full age, for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 617, Florida Statutes, does hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by said law and does hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

ARTICLE II

CORPORATE PURPOSE

The purposes for which the Corporation is organized shall be the operation, on behalf of the University of South Florida (the "University") of a health care consortium, designed to

accommodate the health maintenance and disease prevention, detection and treatment needs of the communities which the University serves and to provide facilities and subjects which will enhance the University's approved educational, teaching and research programs, the foregoing to be achieved in part through the construction, operation or supervision of hospitals, clinics, laboratories, and other facilities and the hosting, sponsoring or funding of seminars, colloquia, retreats, fellowships and expeditions. This Corporation is organized exclusively for public purposes as a not-for-profit corporation, and its activities shall be conducted for such purposes and in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual except in the form of compensation for services rendered the corporation which are unrelated to Board duties. The Corporation will engage solely in activities which exclusively support and benefit the University.

Notwithstanding any other provisions of these Articles, the purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law and within the allowance of said Section 501(c)(3) any and all purposes for which the corporation is organized shall be limited to the purposes specified in said Section 501(c)(3) of the Internal Revenue Code of 1954 or the

corresponding provisions of any future United States Internal Revenue law and accordingly, to the extent allowable by the foregoing limitations, the corporation shall be organized to support, operate and manage the activities on behalf and for the sole benefit of the University of South Florida including health, maintenance and disease prevention, detection and treatment for the enhancement of University of South Florida's approved educational, teaching and research program.

ARTICLE III

POWERS AND LIMITATION ON POWERS OF THE CORPORATION

1. Powers. In addition to all other corporate powers provided by law and in furtherance of and limited by the purpose described in Article III of these By-Laws, the Corporation shall have the power to:

A. Have succession by its corporate name for the period set forth in its Articles of Incorporation;

B. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;

C. Adopt and use a common corporate seal and alter the same, provided, however, that such seal shall always contain the words, "Corporation Not for Profit;"

D. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation, provided that members of the Board of Directors will receive no compensation for such services, except those services rendered the corporation which are unrelated to Board duties;

E. Adopt, change, amend and repeal By-Laws not inconsistent with law or these Articles for the administration of the affairs of the Corporation and the exercise of its corporate powers subject to the written concurrence of the President of the University of South Florida;

F. Increase, by a vote of its members cast as the By-Laws may direct, the number of its directors, so that the number shall not be less than nine (9) persons, but may be any number in excess thereof, not to exceed twenty (20) persons;

G. Make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, secure any of its obligations by mortgage and pledge all or any of its property, franchises or income;

H. Conduct its affairs, carry on its operations and have offices and exercise the powers granted by Florida law in any state, territory, district or possession of the United States or any foreign country;

I. Purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use or

otherwise deal in and with real or personal property or any interest therein wherever situated;

J. Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein;

K. Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets;

L. Purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interests in or obligations of other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of th United States or of any other government, state, territory, governmental district, municipality or of any instrumentality thereof;

M. Lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested;

N. Make and receive donations for the public welfare or for religious, charitable, scientific, literary, educational or other similar purposes;

O. Merge and consolidate with other corporations not for profit, domestic or foreign, provided that the surviving

corporation is a corporation not-for-profit, and further provided that the Board of Regents of the State of Florida must approve any such merger or consolidation;

P. Have and exercise all powers necessary or convenient to effect any or all the purposes for which the corporation is organized.

2. Limitations on Powers. The Corporation shall not have the power to:

A. Convey, lease, pledge or otherwise encumber assets of the State of Florida;

B. Issue stock, nor pay dividends;

C. Attempt to influence legislation as a substantial part of its activities;

D. Allow any part of its income to inure to the benefit of Directors, officers or members of the Corporation, or to any other individuals except in the furtherance of its charitable purposes, or as compensation for services rendered which are unrelated to Board duties;

E. Participate to any extent in any political campaign for or against any candidate for public office; or

F. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170-

(c)(2) of such Code, and regulations as they now exist or as they may hereafter be amended.

ARTICLE IV

MEMBERSHIP

1. Members. The members of the Corporation shall be the Board of Directors, who shall be the sole voting members of the Corporation.

2. Other Members. The By-Laws may provide for one or more classes of other members, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the By-Laws but who shall not have the right to vote.

ARTICLE V

DURATION

The Corporation shall have perpetual existence.

ARTICLE VI

MANAGEMENT

1. The affairs of the Corporation shall be managed by a Board of Directors who shall serve without compensation. The Board of Directors shall consist of not less than nine (9), nor more than twenty (20) directors. The Board shall have the authority to set the exact number of board members as may be required from time to time. Directors shall serve a term of three (3)

years and may be reelected. The President of the University, or his designee, and the Chairman of the Board of Regents, or the Chairman's designee, shall be Directors pursuant to the provisions of Chapter 240, Florida Statutes. The following Directors shall be appointed ex officio with voting privileges by the President of the University and shall include the incumbent holders of the following named offices and persons from the following named classes:

A. Vice President, Medical Affairs, University of South Florida;

B. Dean, College of Medicine, University of South Florida;

C. A Chairman of a Department of the College of Medicine, University of South Florida;

D Executive Vice President of the University of South Florida;

E. A Faculty Member of the College of Medicine, University of South Florida (excluding the chairmen or chief departmental officers);

F. Additional directors shall be elected by majority vote of the Board and shall be persons not employed by the University of South Florida. Any person holding more than one of the above offices or designated from any of the above classes shall have only one vote as a Director of the Corporation.

Directors shall be removed in accordance with the procedure provided in the By-Laws.

2. The names and street addresses of the initial Directors are:

John Lott Brown	University of South Florida Office of the President Tampa, FL 33620
Albert Hartley	University of South Florida Department of Administration and Finance Tampa, FL 33620
Andor Szentivanyi	University of South Florida College of Medicine Tampa, FL 33620

3. The officers of the Corporation shall be a Chairman-President, Vice-Chairman, Executive Director, Medical Director, Secretary-Treasurer and such other officers as may be provided in the By-Laws. The Chairman of the Board shall be President of the University of South Florida. The Chairman of the Board shall appoint the Executive Director subject to approval by the Board. The Chairman shall recommend the Medical Director, to be elected by the Board, subject to approval of the Dean of the College of Medicine and Vice President of Medical Affairs. The remaining officers shall be elected by the Board of Directors at the annual meeting and shall hold office in the manner provided in the By-Laws.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this Corporation are:

Steven G. Wenzel
University of South Florida
Department of Employee Relations
and Legal Affairs
Tampa, FL 33620

ARTICLE VIII

BY-LAWS AND AMENDMENTS

TO ARTICLES OF INCORPORATION

The By-Laws of the Corporation may be adopted, altered, amended or repealed by a majority vote of the Board of the Directors at any regular or special meeting of the Board, or by all directors signing a written statement manifesting their intention that the by-laws be adopted, altered, amended, or repealed, and in all instances, with the written concurrence of the President of the University of South Florida; provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change to the by-laws, shall be furnished in writing to each director of the corporation, at least ten (10) days prior to the meeting at which such by-laws alteration shall be voted upon.

The Articles of Incorporation of the corporation may be amended by two-thirds (2/3rds) vote of the Board of Directors at any regular or special meeting of the board or by all directors

signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, and in all instances, with the written concurrence of the President of University of South Florida and the written concurrence of the Board of Regents of the State of Florida; provided, however, with respect to any meetings, notice thereof, which shall include the text of the proposed change to the Articles of Incorporation, shall be furnished in writing to each member of the corporation at least ten (10) days prior to the meeting at which such Amendment to the Articles of Incorporation is to be voted upon.

ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT

The above-named Incorporator, desiring to organize the Corporation under the laws of the State of Florida, hereby designates the Corporation's Registered Office to be located at the offices of the General Counsel of the Corporation and hereby designates said General Counsel as Registered Agent of the Corporation, to accept service of process within this State, to serve in such capacity until a successor is selected and duly designated.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify any Director, officer or employee of the Corporation, or any former Director, officer or employee of the Corporation, to the full extent permitted by and set forth in the Florida General Corporation Act.

ARTICLE XI

DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purposes set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future law or to the Federal government or to a state or local government for exclusive public purpose; provided that the recipient or recipients of the distribution shall be approved by the Board of Regents of the State of Florida.

ARTICLE XII

EMPLOYEES

Persons employed by the Corporation shall not be considered employees of the State of Florida by virtue of such employment.

IN WITNESS WHEREOF, the undersigned has subscribed his name under seal this 3rd day of April, 1984.

s/Steven G. Wenzel
Steven G. Wenzel

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared Steven G. Wenzel, to me well known and well known to me to be the person described in and who subscibed his name to the foregoing Articles of Incorporation and who acknowledged before me that he executed the said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the aforesaid County and State this 3rd day of April, 1984.

s/
Notary Public

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED LOUIS DE LA PARTE, JR., LOCATED AT 705 EAST KENNEDY BLVD., TAMPA, FL 33602, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

/s/
Louis de la Parte, Jr.
Incorporator

Dated _____

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, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

/s/
Louis de la Parte, Jr.

Dated _____

RESOLUTION

WHEREAS, the Amended and Restated Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc., has been submitted to the Board of Regents of the State of Florida for approval, and

WHEREAS, the Board of Regents has required an amendment to Article VIII of said Amended and Restated Articles of Incorporation, to read as follows:

VIII.

BY-LAWS AND AMENDMENTS

TO ARTICLES OF INCORPORATION

The By-Laws of the Corporation may be adopted, altered, amended or repealed by a majority vote of the Board of the Directors at any regular or special meeting of the Board, or by all directors signing a written statement manifesting their intention that the by-laws be adopted, altered, amended, or repealed, and in all instances, with the written concurrence of the President of the University of South Florida; provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change to the by-laws, shall be furnished in writing to each director of the corporation, at least ten (10) days prior to the meeting at which such by-laws alteration shall be voted upon.

The Articles of Incorporation of the corporation may be amended by two-thirds (2/3rds) vote of the Board of Directors at any regular or special meeting of the board or by all directors signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, and in all instances, with the written concurrence of the President of University of South Florida and the written concurrence of the Board of Regents of the State of Florida; provided, however, with respect to any meetings, notice

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1, 1987

CORPORATION

ANNUAL REPORT

1987

FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $25 Required — Make Checks Payable To: *Secretary of State*

1 Name and Address of Corporation Principal Office

N02631 2
H. LEE MOFFITT CANCER CENTER AND RESEARCH
~~12901-NORTH 30TH STREET~~
MDC BOX 44
TAMPA, FL 33612

If above address is incorrect in any way, enter the correct address in item 2 (include Zip Code)

2 Enter Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient

Street Address 21: 12902 Magnolia Drive

P.O. Box No 22: P.O. Box 280179

City and State 23: Tampa, FL

Zip Code 24: 33682

Date Incorporated or Qualified To Do Business in Florida: 04/17/1984

Federal Employer Identification Number (FEIN): 59-2451713

Date of Last Report: 03/17/1986

6 Names and Street Addresses of Each Officer and Director as of December 31, 1986

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
Moffitt, H. Lee	D	401 S. Florida Ave. Suite 1618	Tampa, FL 33602
BROWN, JOHN LOTT	P/D	4202 FOWLER AVE. #241	TAMPA, FL
Couch, Theodore J.	D	1717 E. Fowler Avenue	Tampa, FL 33612
HARTLEY, ALBERT	S/D	4202 FOWLER AVENUE #247	TAMPA, FL
Patterson, Eugene	D	490 First Avenue	St. Petersburg, FL 33731
SZENTIVANYI, ANDOR	D	~~12901 N 30TH ST MDC #2~~	~~TAMPA, FL~~
BUCHANAN, DONALD D.	S/D	610 W. Bay Street	Tampa, FL 33606
CONNAR, RICHARD G. M.D.	D	12901 N 30TH ST MDC #16	TAMPA, FL
SMITH, DONN, M.D., Ph.D.	V/D	4202 Fowler Ave. MDC#51	Tampa, FL 33620
NORD, H. JUERGEN M.D.	D	TAMPA GENL HOSP RM 238	TAMPA, FL
Sessums, Terrell	D	215 E. Madison St.	Tampa, FL 33601
SILBIGER, MARTIN	D	12901 N 30TH ST MDC #17	TAMPA, FL
Walbolt, Sylvia H.	D	777 S. Harbour Drive	Tampa, FL 33602

REGISTERED AGENT INFORMATION

Name and Address of Current Registered Agent

DE LA PARTE, LOUIS JR.
705 EAST KENNEDY BLVD
TAMPA, FL 33602

Name and Address of New Registered Agent

Name 91

Street Address (Do NOT Use P.O. Box Number) 92

Street Address 2 (Do NOT Use P.O. Box Number) 93

City and State 94 — Zip Code 95

FL.

FILED 03/17/87

8 Pursuant to the provisions of Sections 607.334 and 607.337, Florida Statutes, the above named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or its registered agent, or both, in the State of Florida.
The change was authorized by resolution duly adopted by its board of directors on _____

I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of Section 607.325, F.S.

SIGNATURE _____ DATE _____
Registered Agent (Accepting Appointment)

$3.00 additional fee required for Registered Agent changes

9 See signature restrictions under instructions on reverse side of this form.
I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607, F.S.
I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.
Otherwise as provided in Section 817.155, F.S.

Signature: Donald D. Buchanan — Date: Feb. 18, 1987

Typed Name of Signed Officer: Donald D. Buchanan — Title: Secretary and Director — Telephone Number: (813) 254-1464

10 Should you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED ☐ — $5 Additional Fee required for a Certificate of Status

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

APPROVED AND FILED

1988 MAR -4 PM 2:30

FLORIDA DEPT. OF STATE
CORPORATIONS DIVISION
TALLAHASSEE, FLORIDA

CORPORATION

ANNUAL REPORT
1988

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

Filing Fee of $25 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

N02631
H. LEE MOFFITT CANCER CENTER AND RESEARCH
12902 MAGNOLIA DRIVE
P.O. BOX 280179
TAMPA, FL 33682

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

3. Date Incorporated or Qualified to Do Business in Florida: 04/17/1984

4. Federal Employer Identification Number (FEIN): 59-2451713

5. Date of Last Report: 03/05/1987

6. Names and Street Addresses of Each Officer and Director, as of December 31, 1987

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
WALBOLT, SYLVIA	D	P.O. BOX 3239	TAMPA, FL
BROWN, JOHN LOTT	P/D	4202 POWLER AVE. #241	TAMPA, FL
COUCH, THEODORE J.	D	1717 E. FOWLER AVE.	TAMPA, FL
HARTLEY, ALBERT	D	4202 POWLER AVENUE #247	TAMPA, FL
HARGRETT, JAMES T.	D	P.O. BOX 11986	TAMPA, FL
MOFFITT, H. LEE	D	401 S. FLORIDA AVE #1618	TAMPA, FL
KAUFMAN, RONALD P.	D	4202 FOWLER AVE. #2	TAMPA, FL.
BUCHANAN, DONALD D.	SID	610 W. BAY STREET	TAMPA, FL
SESSUMS, TERRELL	D	P.O. BOX 1531	TAMPA, FL
NORD, H. JUERGEN M.D.	D	TAMPA GENL HOSP RM 238	TAMPA, FL
SMITH, B.M. (MAC)	D	1722 SO. COLLINS ST.	PLANT CITY, FL
SILBIGER, MARTIN	D	12901 N 30TH ST MDC #17	TAMPA, FL
SPEER, ROY	D	1529 U.S. HIGHWAY 19 SOUTH	CLEARWATER, FL

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

DE LA PARTE, LOUIS JR.
705 EAST KENNEDY BLVD
TAMPA, FL 33602

8. Name and Address of New Registered Agent

Name 81

Street Address 1 (Do NOT Use P.O. Box Number) 82

Street Address 2 (Do NOT Use P.O. Box Number) 83

City and State 84: FL.

Zip Code 85

9. Pursuant to the provisions of Sections 607.0134 and 607.0325, Florida Statutes, the above named corporation, organized under the laws of the State of Florida, submits the statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.
Such change was authorized by the board duly adopted by its board of directors or

I hereby accept the appointment as registered agent. I am familiar with, and agree to comply with the provisions of Section 607.0325 F.S.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment)

10. If a foreign corporation, state that it is not transacting business in Florida

11. See signature restrictions under instructions on reverse side of this form.
I Certify That I Am An Officer or Director of the Corporation, the Trustee or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S.
I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As If Made Under Oath.
(Officer or Company signing must be listed in Item 6.)

Signature: Donald D. Buchanan

Date: 2/17/88

Name of Signing Officer (Item 6): Donald D. Buchanan

Title: Secretary/Treasurer

Telephone Number: (813) 972-8401

12. Should you desire a certificate of status check the box

CERTIFICATE OF STATUS DESIRED ☐

$5 Additional Fee Required If Certificate Of Status Is Desired

CORPCOM (88)

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

APPROVED AND FILED

1989 MAY -5 AM 11:50

SECRETARY OF STATE CORPORATION DIVISION TALLAHASSEE, FLORIDA

CORPORATION

ANNUAL REPORT 1989

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

Read Back and Instructions on Other Side Before Making Entries

Filing Fee of $35 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

ZIP + 4

N02631 2
H. LEE MOFFITT CANCER CENTER AND RESEARCH
12902 MAGNOLIA DRIVE
P.O. BOX 280179
TAMPA, FL 33682-0179

If above address is incorrect in any way, enter the correct address in item 2. Include Zip Code

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

3. Date Incorporated or Qualified To Do Business in Florida: 04/17/1984

4. Federal Employer Identification Number (FEIN): 59-2451713

5. Date of Last Report: 03/04/1988

6. Names and Street Addresses of Each Officer and Director, as of December 31, 1988

Title 1	Names of Officers and Directors 2	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers) 3	City and State 4
~~P/D~~	~~BROWN, JOHN LOP~~	~~4202 FOWLER AVE #241~~	~~TAMPA, FL~~
P/D	BORKOWSKI, FRANCIS T.	4202 FOWLER AVE #241	TAMPA, FL
D	HARTLEY, ALBERT	4202 FOWLER AVENUE #247	TAMPA, FL
D	MOFFITT, H. LEE	401 S. FLORIDA AVE #1618	TAMPA, FL
S/D	BUCHANAN, DONALD D.	610 W. BAY STREET	TAMPA, FL
D	MORD, H. JUERGEN M.D.	TAMPA GENL HOSP RM 238	TAMPA, FL
D	SILBIGER, MARTIN	12901 N 30TH ST MDC #17	TAMPA, FL

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

DE LA PARTE, LOUIS JR.
705 EAST KENNEDY BLVD
TAMPA, FL 33602

8. Name and Address of New Registered Agent

Name 81

Street Address 1 (Do NOT Use P.O. Box Number) 82

Street Address 2 (Do NOT Use P.O. Box Number) 83

City and State 84: FL

Zip Code 85

9. Pursuant to the provisions of Sections 607.004 and 607.037, Florida Statutes, the above named corporation, incorporated under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by resolution duly adopted by its board of directors on _____

I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of, Section 607.325 F.S.

SIGNATURE _____ DATE _____
(Registered Agent Accepting Appointment)

10. If a foreign corporation, date first transacted business in Florida _____

11. See signature restrictions under instructions on reverse side of this form.

I Certify That I Am An Officer or Director of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I Further Certify That Numerals by Signature On This Report Shall Have The Same Legal Effects As If Made Under Oath. Officer or Director signing must be named in Item 6.

Signature: Donald D. Buchanan — Date: 4-19-89

Typed Name of Signing Officer or Director: Donald D. Buchanan — Title: Secretary — Telephone Number: 972-4673

12. Should you desire a certificate of status check the box.

CERTIFICATE OF STATUS DESIRED ☐

CR2EC01 (1/88)

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

CORPORATION

ANNUAL REPORT

1990

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

FILED
90 JUL 17 PM 2:42

Read Notice and Instructions on Other Side Before Making Entries

Filing Fee of $35 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

N02631 2

ZIP + 4 PRESORT
H. LEE MOFFITT CANCER CENTER AND RESEARCH
12902 MAGNOLIA DRIVE
P.O. BOX 280179
TAMPA, FL 33682-0179

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code

2. If Address in Item 1 is incorrect in any way, enter the correct address below. P.O. Box number is alone is NOT sufficient. The NAME of the corporation can be changed only by filing an amendment.

Street Address 21

P.O. Box No. 22

City and State 23

Zip Code 24

3. Date Incorporated or Qualified To Do Business in Florida: 04/17/1984

4. FEI Number: 59-2451713

FEI Number Applied For / FEI Number Not Applicable

5. Names and Street Addresses of Each Officer and Director (Do not use any combination of dots to cover up incorrect information.)

Title	Names of Officers and Directors	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
P/D	BORKOWSKI, FRANCIS T.	4202 FOWLER AVE #241	TAMPA, FL
D	HARTLEY, ALBERT	4202 FOWLER AVENUE #247	TAMPA, FL
D	MOFFITT, H. LEE	401 S. FLORIDA AVE #1618	TAMPA, FL
S/D	BUCHANAN, DONALD D.	610 W. BAY STREET	TAMPA, FL
D	NORD, H. JUERGEN M.D.	TAMPA GENL HOSP RM 238	TAMPA, FL
D	SILBIGER, MARTIN	12901 N 30TH ST MDC #17	TAMPA, FL

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

DE LA PARTE, LOUIS JR.
705 EAST KENNEDY BLVD
TAMPA, FL 33602

FL.

Signature: X Donald D. Buchanan

Donald D. Buchanan — Secretary/Treasurer — (813) 796-2900 (ext. 208)

CERTIFICATE OF STATUS DESIRED

$5 Additional Fee required for a Certificate of Status.

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1991

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
FL. DEPT. OF STATE
CORPORATIONS DIV.
TALLAHASSEE, FL.
FILED

DO NOT WRITE IN THIS SPACE

Read Instructions on Other Side Before Making Entries

FILING FEE OF $61.25 REQUIRED

1. Name and Mailing Address of Corporation DOCUMENT #N02631 (2)

ZIP + 4 PRESORT

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.
12902 MAGNOLIA DRIVE
P.O. BOX 280179
TAMPA, FL 33682-0179

If above address is incorrect in any way, enter the correct address in Item 2. Include Zip Code

2. If Address in Block 1 is incorrect in any way, enter the correct address below. P.O. Box is acceptable. The NAME of the corporation can be changed only by filing an amendment.

21 Street Address

22 P.O. Box No.

23 City and State

24 Zip Code

3. Date Incorporated or Qualified To Do Business in Florida: 04/17/1984

4. FEI Number: 59-2451713

FEI Number Applied For

FEI Number Not Applicable

5. $8.75 Additional Fee required for a Certificate of Status

CERTIFICATE OF STATUS DESIRED

6. Names and Street Addresses of Each Officer and Director (Do not use any correction tape or fluid to cover with correct information)

Title	Names of Officers and Directors	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
P/D	BORKOWSKI, FRANCIS T.	4202 FOWLER AVE #241	TAMPA, FL
D	~~HARTLEY, ALBERT~~	~~4202 FOWLER AVENUE 4247~~	~~TAMPA, FL~~
D	Kaufman, Ronald P. M.D.	12901 Bruce B. Downs, MDC-2	Tampa, FL
~~D~~	~~MOFFITT, H. LEE~~	~~401 S. FLORIDA AVE #1618~~	~~TAMPA, FL~~
D	Moffitt, H. Lee	401 S. Florida Ave #200	Tampa, FL
~~S/D~~	~~BUCHANAN, DONALD D.~~	~~610 W. BAY STREET~~	~~TAMPA, FL~~
S/D/T	Buchanan, Donald D.	2901 U.S. 19 North	Clearwater, FL
~~D~~	~~NORD, H. JUERGEN M.D.~~	~~TAMPA GENL HOSP RM 238~~	~~TAMPA, FL~~
D	Couch, Theodore	1717 East Fowler Avenue	Tampa, FL
~~D~~	~~SILBIGER, MARTIN~~	~~12901 N 30TH ST MDC 417~~	~~TAMPA, FL~~
D	Silbiger, Martin M.D.	12901 Bruce B. Downs, MDC-17	Tampa, FL

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

DE LA PARTE, LOUIS JR.
705 EAST KENNEDY BLVD
TAMPA, FL 33602

8. Name and Address of New Registered Agent

81 Name

82 Street Address (Do NOT Use P.O. Box Number)

83 Street Address 2 (Do NOT Use P.O. Box Number)

84 City

85 Zip Code

FL.

Registered Agent Acceptance Appointment

10. I hereby certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath. I further certify that I am an officer or director of the corporation or other entity on file with the Department of State, Division of Corporations, and that this report is being filed within the time prescribed by the laws of the State of Florida.

SIGNATURE X Donald D. Buchanan

DATE

Type Name of Signing Officer or Director: Donald D. Buchanan

Title: Secretary/Treasurer

Telephone Number Daytime: (813) 796-2900 (ext.208)

FILING FEE OF $61.25 REQUIRED -- Make Checks Payable To: Secretary of State $8.75 Additional Fee required for a Certificate of Status

FILE NOW! CORPORATE STATUS WILL BE DELINQUENT AFTER JULY 1ST.

CORPORATION

ANNUAL REPORT

1992

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

N02132

APPROVED
SEC. OF STATE
CORPORATIONS DIV.
TALLAHASSEE, FLA.
FILED

DO NOT WRITE IN THIS SPACE

FILING FEE $61.25 Make Payable To: *Secretary of State*

1. Name and Mailing Address of Corporation DOCUMENT #N02631 (2)

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.
12902 MAGNOLIA DRIVE
P.O. BOX 280179
TAMPA FL 33612-9416

2. If Address in Block 1 is incorrect in any way, line through the incorrect information and enter the correct address below. P.O. Box is acceptable. The NAME of the corporation can be changed only by filing an amendment.

21 Mailing Address

22 P.O. Box No.

23 City and State | 24 Zip Code

3. Date Incorporated or Qualified To Do Business in Florida 04/17/1984

3a. Date of Last Report 04/05/1991

4. FEI Number 59-2451713

FEI Number Applied For

FEI Number Not Applicable

5. $8.75 Additional Fee required for a Certificate of Status

CERTIFICATE OF STATUS DESIRED ☐

6. Names and Street Addresses of Each Officer and Director (Do not use any correction lines to cover over incorrect information)

1 Title	2 Names of Officers and Directors	3 Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	4 City and State
1 P/D	BORKOWSKI, FRANCIS T.	4202 FOWLER AVE #241	TAMPA, FL
2 D	KAUFMAN, RONALD, P, MD	12901 BRUCE B DOWNS MDC2	TAMPA, FL
3 D	MOFFITT, H., LEE	401 S FLORIDA AVE #200	TAMPA, FL
4 S/T/D	BUCHANAN, DONALD, D	2901 US 19 NORTH	CLEARWATER, FL
5 D	COUCH, THEODORE	1717 E FOWLER AVE	TAMPA, FL
6 D	SILBIGER, MARTIN, MD	12901 BRUCE B DOWNS MDC	TAMPA, FL

REGISTERED AGENT INFORMATION

7. Name and Address of Current Registered Agent

DE LA PARTE, LOUIS JR.
705 EAST KENNEDY BLVD
TAMPA, FL 33602

8. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Not Acceptable)

83 Street Address (P.O. Box Not Acceptable)

84 City FL. | 85 Zip Code

9. [illegible]

Signature of Registered Agent Accepting Appointment | Date

10. [illegible]

11. [illegible]

SIGNATURE Donald D. Buchanan DATE 4-20-92

Name of Last Officer or Director	Title	Telephone Number
Donald D. Buchanan	Secretary/Treasurer	(813) 254-6960

12. Should you wish to contribute to the Election Campaign Financing Trust Fund, check the box if you are entitled to $5.00 to the filing fee ☐

CR2E024 (11/91)

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE

Additional Members of Board of Directors

Title	Name	Address
D	Honorable Thomas E. Baynes, Jr.	4921 Memorial Hwy, Suite 245 Tampa, FL 33634
D	J. Clint Brown, Esquire	501 E. Kennedy Blvd, Suite 1700 Tampa, FL 33602
D	Robert Clark, M.D.	12902 Magnolia Drive Tampa, FL 33612
D	Gay Culverhouse, Ed.D.	One Buccaneer Place Tampa, FL 33607
D	Marvin R. Dunn, M.D.	12901 Bruce B. Downs Blvd. Tampa, FL 33612
D	Honorable John Grant	1715 N. Westshore Blvd., Suite 257 Tampa, FL 33607
D	Walter H. Harkala	1121 W. McGee Road Plant City, FL 33565
D	Honorable James T. Hargrett	2107 Osborne Avenue E Tampa, FL 33680
D	Charles Olds	3109 W. Buffalo Avenue Tampa, FL 33607
D	Robert Sutton	11831 30th Court North St. Petersburg, FL 33716
D	Sylvia H. Walbolt, Esquire	One Harbour Place Tampa, FL 33602

N02631

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
92 NOV 20 AM 11:50

de la PARTE AND GILBERT
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

JOHN CALHOUN BALES
DAVID M. CALDEVILLA
BEATRIZ M. CARTA
EDWARD P. de la PARTE, JR.
LOUIS A. de la PARTE
L. DAVID de la PARTE
RICHARD A. GILBERT
BARBARA B. LEVIN
PATRICK J. McNAMARA
MICHAEL A. SKELTON
JOHN R. THOMAS

ONE TAMPA CITY CENTER
SUITE 2300
POST OFFICE BOX 172537
TAMPA, FLORIDA 33672-0537
(813) 229-2775

FACSIMILE (813) 229-2712

November 19, 1992

100000037757
-11/23/92--01001--010
*****35.00 *****35.00

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

Re: H. Lee Moffitt Cancer Center and Research Institute, Inc.
Third Amended and Restated Articles of Incorporation

Dear Sir:

Enclosed for filing, please find the original and one copy of a Certificate as to Amendment and Restatement of Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc. Also enclosed is our firm's check in the amount of $35.00 representing the filing fee.

Please file stamp the copy provided and return it in the self-addressed, stamped envelope provided.

If you have any questions regarding the enclosed, please do not hesitate to contact me.

Sincerely,

de la Parte and Gilbert, P.A.

Did not receive copies of amend + Rest

L. David de la Parte

LDD:tb
Enclosures

OK to file
Per Thelma

~~Cert~~ apamars
JM

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
H. LEE MOFFITT CANCER CENTER
AND RESEARCH INSTITUTE, INC.

The undersigned incorporator, being of full age, for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 617 and Section 240.512, Florida Statutes, does hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by said law and does hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation shall be H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

ARTICLE II
CORPORATE PURPOSES

The purpose for which the Corporation is organized shall be:

1. The operation at the University of South Florida (the "University") of a health care consortium, designed to accommodate the health maintenance and disease prevention, detection and treatment needs of the communities which the Cancer Center serves;

2. To be a statewide research institute, a national resource for basic research, clinical research and multidisciplinary approaches to patient treatment;

3. To serve as a community resource through outreach and communication efforts; and,

4. To provide facilities and subjects for mutually-approved education, teaching and research programs conducted by the University of South Florida or other accredited medical schools or research institutes.

The foregoing to be achieved in part through the construction, operation or supervision of hospitals, clinics, laboratories, and other facilities and the hosting, sponsoring or funding of seminars, colloquia, retreats, fellowships and expeditions. This Corporation is organized exclusively for public purposes as a not-for-profit corporation, and its activities shall be conducted for such purposes and in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual except in the form of compensation for services rendered the corporation which are unrelated to Board duties. The Corporation will engage solely in activities which support and benefit the above purposes.

Notwithstanding any other provisions of these Articles, the purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law and within the allowance of said Section 501(c)(3) any and all purposes for which the corporation is organized shall be limited to the purposes specified in said Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue law and accordingly, to the extent allowable by the foregoing limitations, the corporation shall be organized to support, operate and manage the activities on behalf of the State of Florida and the State University System to include health, maintenance and disease prevention, detection and treatment,

and basic and clinical research for the enhancement of the approved educational, teaching and research programs of the State and State University System.

ARTICLE III

POWERS AND LIMITATION ON POWERS OF THE CORPORATION

1. Powers. In addition to all other corporate powers provided by law and in furtherance of and limited by the purposes described in Article III of these Articles, the Corporation shall have the power to:

A. Have succession by its corporate name for the period set forth in its Articles of Incorporation;

B. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;

C. Adopt and use a common corporate seal and alter the same, provided, however, that such seal shall always contain the words, "Corporation Not for Profit";

D. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation, provided that members of the Board of Directors will receive no compensation for such services, except those services rendered the corporation which are unrelated to Board duties;

E. Adopt, change, amend and repeal By-Laws not inconsistent with law or these Articles for the administration of the affairs of the Corporation and the exercise of its corporate powers.

F. Increase, by a vote of its members cast as the By-Laws may direct, the number of its directors, so that the number shall not be less than seventeen (17) persons, but may be any number in excess thereof, not to exceed twenty-one (21) persons;

G. Make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, secure any of its obligations by mortgage and pledge all or any of its property, franchises or income;

H. Conduct its affairs, carry on its operations and have offices and exercise the powers granted by Florida law in any state, territory, district or possession of the United States or any foreign country;

I. Purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property or any interest therein wherever situated;

J. Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any license and other rights or interests thereunder or therein;

K. Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets;

L. Purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interests in or obligations of other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, municipality or of any instrumentality thereof;

M. Lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested;

N. Make and receive donations for the public welfare or for religious, charitable, scientific, literary, educational or other similar purposes;

O. Merge and consolidate with other corporations not for profit, domestic or foreign, provided that the surviving corporation is a corporation not-for-profit, and further provided that the Board of Regents of the State of Florida must approve any such merger or consolidation;

P. Have and exercise all powers necessary or convenient to effect any or all the purposes for which the corporation is organized.

2. Limitations on Powers. The Corporation shall not have the power to:

A. Convey, lease, pledge or otherwise encumber assets of the State of Florida;

B. Issue stock, nor pay dividends;

C. Attempt to influence legislation as a substantial part of its activities;

D. Allow any part of its income to inure to the benefit of Directors, officers or members of the Corporation, or to any other individuals except in the furtherance of its charitable purposes, or as compensation for services rendered which are unrelated to Board duties;

E. Participate to any extent in any political campaign for or against any candidate for public office; or

F. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of such Code, and regulations as they now exist or as they may hereafter be amended.

ARTICLE IV

MEMBERSHIP

1. Members. The members of the Corporation shall be the Board of Directors, who shall be the sole voting members of the Corporation.

2. Other Members. The By-Laws may provide for one or more classes of other members, who shall be admitted in such a manner and who shall have such rights and privileges as are set forth in the By-Laws but who shall not have the right to vote and who shall not be members of the Board of Directors.

ARTICLE V

DURATION

The Corporation shall have perpetual existence.

ARTICLE VI

MANAGEMENT

1. The affairs of the Corporation shall be managed by a Board of Directors who shall serve without compensation. The Board of Directors shall consist of not less that seventeen (17), nor more than twenty-one (21) directors. The Board shall have the authority to set the exact number of board members as may be required from time to time. Directors shall be elected by a majority vote of the Board, shall have only one vote, shall serve a term of three (3) years, and may be reelected to the Board. The Board of Directors will be comprised of the following:

A. The President of the University;

B. The Chairman of the Board of Regents, or the Chairman's designee;

C. Five representatives of the State University System;

D. No less than ten (10) nor more than fourteen (14) Directors who are not medical doctors or state employees.

Directors shall be appointed and removed in accordance with the procedure provided in the By-Laws.

2. The names and street addresses of the initial Directors are:

John Lott Brown	University of South Florida Office of the President Tampa, FL 33620
Albert Hartley	University of South Florida Department of Administration and Finance Tampa, FL 33620
Andor Szentivanyi	University of South Florida College of Medicine Tampa, FL 33620

3. The officers of the Corporation shall be a Chairman, Vice-Chairman and Secretary-Treasurer. These officers shall be elected by majority vote of the Board. Any other officers shall be selected and appointed as provided in the By-Laws.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this Corporation is:

Steven G. Wenzel
University of South Florida Department
of Employee Relations and Legal Affairs
Tampa, Fl 33620

ARTICLE VIII

AMENDMENTS TO BY-LAWS AND ARTICLES OF INCORPORATION

The By-Laws of the Corporation may be adopted, altered, amended or repealed by a majority vote of the Board of Directors at any regular or special meeting of the Board, or by all directors signing a written statement manifesting their intention that the by-laws be adopted, altered, amended or repealed; provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change to the by-laws, shall be furnished in writing to each Director of the Corporation, at least ten (10) days prior to the meeting at which such by-laws alteration shall be voted upon.

The Articles of Incorporation of the Corporation may be amended by two-thirds (2/3rds) vote of the Board of Directors at a regular or special meeting of the Board or by all Directors signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, and in all instances, with the approval of the Board of Regents of the State of Florida; provided, however, with respect to any meetings, notice thereof, which shall include the text of the proposed change to the Articles of Incorporation, shall be furnished in writing to each member of the corporation at least ten (10) days prior to the meeting at which such Amendment to the Articles of Incorporation is to be voted upon.

ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT

The above-named Incorporator, desiring to organize the Corporation under the laws of the State of Florida, hereby designates the Corporation's Registered Office to be located at the offices of the General Counsel of the Corporation and hereby designates said General Counsel as Registered Agent of the Corporation, to accept service of process within the State, to serve in such capacity until a successor is selected duly designated.

ARTICLE X

INDEMNIFICATION

The indemnification of any Director, officer or employee of the Corporation, or any former Director, officer or employee of the Corporation shall be as provided by law.

ARTICLE XI

DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purposes set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as orgnizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future law or to the Federal government or to a state or local government for exclusive public purpose; provided that the recipient or recipients of the distribution shall be approved by the Board of Regents of the State of Florida.

ARTICLE XII

EMPLOYEES

Persons employed by the Corporation shall not be considered employees of the State of Florida by virtue of such employment.

IN WITNESS WHEREOF, the undersigned has subscribed his name under seal this _____ day of _____, 19__.

STEVEN G. WENZEL

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared STEVEN G. WENZEL, to me well known and well known to me to be the person described in and who subscribed his name to the foregoing Articles of Incorporation and who acknowledged before me that he executed the said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the aforesaid County and State this _____ day of _____, 19__.

NOTARY PUBLIC

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED LOUIS DE LA PARTE, JR., LOCATED AT 705 EAST KENNEDY BLVD., TAMPA, FL 33602, AS ITS AGENT TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA.

LOUIS DE LA PARTE, JR.
INCORPORATOR

Date

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, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

LOUIS DE LA PARTE, JR.

Dated

CERTIFICATE AS TO AMENDMENT AND RESTATEMENT OF ARTICLES OF INCORPORATION OF H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

I HEREBY CERTIFY that I am the duly elected and qualified Secretary of the H. Lee Moffitt Cancer Center and Research Institute, Inc. and as such officer I am the keeper of the records and corporate seal of said corporation and certify as follows:

That the Third Amended and Restated Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc. attached hereto were approved by the Board of Directors of the corporation at a duly called meeting on September 18, 1991; and

That the Amended and Restated Articles attached hereto include amendments to the Second Amended and Restated Articles of Incorporation filed on February 10, 1987 and were adopted by the Board of Directors pursuant to Section 617.0201, Florida Statutes; and

That in all other regards the Third Amended and Restated Articles attached hereto only restate and integrate and do not further amend the provisions of the Articles as theretofore amended and that there is no discrepancy between the Third Amended and Restated Articles and the Second Amended and Restated Articles, except for the omission of matters of historical interest; and

That the corporation was incorporated on April 17, 1984 with the original name being University of South Florida Cancer and Chronic Diseases Research and Treatment Center, Inc. and that pursuant to an amendment filed on March 26, 1986, the name of the corporation was changed to H. Lee Moffitt Cancer Center and Research Institute, Inc.

DATED this 18th day of November, 1992.

H. LEE MOFFITT CANCER CENTER
AND RESEARCH INSTITUTE, INC.

By: _____
John C. Ruckdeschel, M.D.
President - Center Director

By: _____
Donald D. Buchanan
Secretary

N02631

DK
7/29/93

H. Lee Moffitt Cancer Center & Research Institute
is consolodating its three mailing addresses and will
no longer have a post office box. The mailing address
for all purposes is:

12902 Magnolia Drive
Tampa, FL 33612

PLEASE DIRECT
INVOICES TO
ACCOUNTS PAYABLE

Please make a note of it. If you have any questions,
call Moffitt Cancer Center at (813) 972-4673.

File Now. Filing Fee after May 1 is $225.00

CORPORATION ANNUAL REPORT 1993

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
DATE
TALLAHASSEE, FLORIDA
FILED

DO NOT WRITE IN THIS SPACE

DOCUMENT # N02631 (2)

1. Name and Mailing Address of Corporation

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.
12902 MAGNOLIA DRIVE
P.O. BOX 280179
TAMPA FL 33612-9416

3. Date Incorporated or Qualified: 04/17/1984

3a. Date of Last Report: 05/21/1992

FILING FEE $200.00 | ANNUAL REPORT $81.25 + $138.75 CORPORATION SUPPLEMENTAL FEE | MAKE CHECK PAYABLE TO DEPARTMENT OF STATE

4. FEI Number: 592451713 — Applied For / Not Applicable

5. Certificate of Status Desired: $8.75

6. Election Campaign Financing Trust Fund Contribution: $5.00 May Be Added to Fees

7. Tax Exempt Status: $138.75 Supplemental Fee Not Required

2. Mailing Address: 21 12902 Magnolia Drive
22 Suite, Apt. #, etc.
23 City & State: Tampa, FL
24 Zip: 33612-9497 25 Country: USA

2a. Principal Place of Business: 26
27 Suite, Apt. #, etc.
28 City & State
29 Zip 30 Country

8. Florida Statutes: ☐ Yes X No

9. Name and Address of Current Registered Agent

DE LA PARTE, LOUIS JR.
705 EAST KENNEDY BLVD
TAMPA FL 33602

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City: FL 85 Zip Code 86 Country

11. Pursuant to the provisions of Section 607.1622 and 607.1623 of the Florida Business Corporation Act and 617.0128 of the Florida Statutes, the undersigned hereby certifies that the statement of changes of directors and officers has been made and approved by the corporation's Board of Directors in accordance with the provisions of Section 607.0821, Florida Statutes.

SIGNATURE: DATE:

12. CURRENT OFFICERS AND DIRECTORS

Title	Name	Address	City, State, Zip
P/D	BORKOWSKI, FRANCIS T.	4202 FOWLER AVE #241	TAMPA FL
D	KAUFMAN, RONALD, P, MD	12901 BRUCE B DOWNS MDC2	TAMPA FL
D	MOFFITT, H., LEE	401 G FLORIDA AVE #200	TAMPA FL
S/T/D	BUCHANAN, DONALD, D	2901 US 19 NORTH	CLEARWATER FL
D	COUCH, THEODORE	1717 E FOWLER AVE	TAMPA FL
D	SILBIGER, MARTIN, MD	12901 BRUCE B DOWNS MDC	TAMPA FL

13. CHANGES AND INCORPORATORS ONLY

Title	Name	Address	City, State, Zip
			Tampa FL 33620
			Tampa FL 33612
		4230 S. MacDill Avenue, Suite J	Tampa FL 33611-1901
		610 W. Bay Street	Tampa FL 33606
			Tampa FL 33612
			Tampa FL 33612

14. I hereby certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a director or officer of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607 of the Florida Statutes, and that this report complies with the applicable provisions of Section 12, Chapter 607, Florida Statutes.

SIGNATURE: DATE: 4/21/93

Typed or Printed Name of Signing Officer or Director: Donald D. Buchanan
Title: Secretary/Treasurer
Daytime Telephone Number: (813) 254-1464

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE

Additional Members of Board of Directors

Title	Name	Address
D	Honorable Thomas E. Baynes, Jr.	4921 Memorial Hwy, Suite 245 Tampa, FL 33634
D	Timothy J. Adams	One North Dale Mabry Tampa, FL 33634
D	J. Clint Brown, Esquire	501 E. Kennedy Blvd, Suite 1700 Tampa, FL 33602
D	Robert Clark, M.D.	12902 Magnolia Drive Tampa, FL 33612
D	Gay Culverhouse, Ed.D.	One Buccaneer Place Tampa, FL 33607
D	Marvin R. Dunn, M.D.	12901 Bruce B. Downs Blvd. Tampa, FL 33612
D	Manuel Garcia	4933 Providence Road Tampa, FL 33629
D	Honorable John Grant	1715 N. Westshore Blvd., Suite 257 Tampa, FL 33607
D	Honorable James T. Hargrett	2107 Osborne Avenue E Tampa, FL 33680
D	Walter H. Harkala	1121 W. McGee Road Plant City, FL 33565
D	Richard C. Karl, M.D.	12902 Magnolia Drive Tampa, FL 33612-9497
D	Charles Olds	3109 W. Buffalo Avenue Tampa, FL 33607
D	Robert Sutton	550 North Reo Street, Suite 300 Tampa, FL 33609-1013

N02631

de la PARTE, GILBERT & BALES
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

JOHN CALHOUN BALES
DAVID M. CALDEVILLA
EDWARD P. de la PARTE, JR.
L. DAVID de la PARTE
DAVID D. DICKEY
W. GRAY DUNLAP, JR.
RICHARD A. GILBERT
NANCY B. JACK
PATRICK M. McNAMARA
JUDITH W. SIMMONS
MICHAEL A. SKELTON
TED R. TAMARGO
JOHN R. THOMAS

ONE TAMPA CITY CENTER
SUITE 2300
POST OFFICE BOX 2350
TAMPA, FLORIDA 33601-2350
(813) 229-2775

FACSIMILE (813) 229-2712

OF COUNSEL
LOUIS A. de la PARTE

March 31, 1994

400001060624
-04/06/94--01054--005
****201.25 ****201.25

VIA FEDERAL EXPRESS #7718034796

Secretary of State
Corporate Division
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
94 APR -1 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Fourth Amended and Restated Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc. - Ref. Number: N02631

Dear Sir or Madam:

Pursuant to your letter dated March 25, 1994, please find enclosed the original and three (3) copies of the Fourth Amended and Restated Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc. with the requested change for filing with the Secretary of State.

I have also enclosed check in the amount of $201.25 made payable to the Secretary of State as payment of the applicable filing fee and for the certified copies we requested.

Thank you for your cooperation in this matter.

Sincerely,

de la Parte, Gilbert and Bales, P.A.

L. David de la Parte

FILING 35
R. AGENT
CERTIFICATE 157.50
CUS 8.75
OVERPAYMENT
TOTAL 201.25

Amended + Rest.
4/4/94

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

March 25, 1994

L. David de la Parte, Esquire
Post Office Box 2300
Tampa, FL 33601-2350

SUBJECT: H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.
Ref. Number: N02631

We have received your document for H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC. and check(s) totaling $1032.50. However, your check(s) and document are being returned for the following:

Per my phone conversation with your secretary, when an amendment is adopted by the board of directors of a nonprofit corporation, Chapter 617 requires a statement that there are no members or members entitled to vote. Please add a statement to the certificate that the board of directors comprise the sole voting members of the corporation.

You have overpaid on filing/certification fees: the fees are $236.25 for each article of incorporation (filing, 3cc's 1cos), $201.25 for the amended and restated (filing 3cc's 1 cos) TOTAL - $910

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6901.

Susan Payne
Senior Corporate Section Administrator Letter Number: 194A00013557

de la PARTE, GILBERT & BALES
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

JOHN CALHOUN BALES
DAVID M. CALDEVILLA
EDWARD P. de la PARTE, JR.
L. DAVID de la PARTE
DAVID D. DICKEY
W. GRAY DUNLAP, JR.
RICHARD A. GILBERT
NANCY B. JACK
PATRICK M. McNAMARA
JUDITH W. SIMMONS
MICHAEL A. SKELTON
TED R. TAMARGO
JOHN R. THOMAS

ONE TAMPA CITY CENTER
SUITE 2300
POST OFFICE BOX 2350
TAMPA, FLORIDA 33601-2350
(813) 229-2775

FACSIMILE (813) 229-2712

OF COUNSEL
LOUIS A. de la PARTE

March 21, 1994

VIA FEDERAL EXPRESS #7718036701

Secretary of State
Corporate Division
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Fourth Amended and Restated Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc.; Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute Hospital, Inc., H. Lee Moffitt Cancer Center and Research Institute Foundation, Inc. and H. Lee Moffitt Cancer Center and Research Institute Lifetime Cancer Screening Center, Inc.

Dear Sir or Madam:

Please find enclosed the following original documents for filing with the Secretary of State:

1. Fourth Amended and Restated Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc.;

2. Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute Hospital, Inc.;

3. Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute Foundation, Inc.; and

4. Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute Lifetime Cancer Screening Center, Inc.

de la PARTE, GILBERT & BALES
PROFESSIONAL ASSOCIATION

Please provide me with (i) three (3) certified copies of each of the enclosed documents, and (ii) one (1) Certificate of Status for each of the above-referenced corporations.

I have also enclosed check in the amount of $1,032.50 made payable to the Secretary of State as payment of the applicable filing fees ($402.50) and for the certified copies we requested ($680.00).

Thank you for your cooperation in this matter.

Sincerely,

de la Parte, Gilbert and Bales, P.A.

L. David de la Parte

LDD/jh

Enclosures

FILED
94 APR -1 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOURTH AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

(Originally incorporated on April 17, 1984, as University of South Florida Cancer Center and Chronic Diseases Research and Treatment Center)

The undersigned incorporator, being of full age, for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 617 and Section 240.512, Florida Statutes, does hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by said law and does hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

ARTICLE II

CORPORATE PURPOSES

The Corporation is organized and shall be operated exclusively for charitable, scientific or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law (the "Internal Revenue Code")) to promote and support, directly or indirectly, by

donation, loan or otherwise, the interests and purposes of the H. Lee Moffitt Cancer Center and Research Institute Hospital, Inc., a Florida not for profit corporation which is an organization described in Section 501(c)(3), Section 509(a)(1) and Section 170(b)(1)(a)(iii) of the Internal Revenue Code; the H. Lee Moffitt Cancer Center and Research Institute Lifetime Cancer Screening Center, Inc., a Florida not for profit corporation which is an organization described in Section 501(c)(3) and Section 509(a)(2) of the Internal Revenue Code; and the H. Lee Moffitt Cancer Center and Research Institute Foundation, Inc., a Florida not for profit corporation which is an organization described in Section 501(c)(3), Section 509(a)(1) and Section 170(b)(1)(a)(vi) of the Internal Revenue Code, and, in furtherance of these purposes the Corporation shall:

1. Operate at the University of South Florida (the "University") a health care consortium, designed to accommodate the health maintenance and disease prevention, detection and treatment needs of the communities which the Cancer Center serves;

2. Be a statewide research institute, a national resource for basic research, clinical research and multidisciplinary approaches to patient treatment;

3. Serve as a community resource through outreach and communication efforts;

4. Provide facilities and subjects for mutually-approved education, teaching and research programs conducted by the University of South Florida or other accredited medical schools or research institutes; and

5. Otherwise operate exclusively for charitable, scientific or education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, in the course of which operation:

A. No part of its net earnings shall inure to the benefit or be distributed to any member, director, officer or individual except in the form of reasonable compensation for services rendered the Corporation which are unrelated to Board duties;

B. 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 any candidate for public office except as authorized under the Internal Revenue Code.

The foregoing is to be achieved in part through the construction, operation and supervision of hospitals, clinics, laboratories and other facilities and the hosting, sponsoring or funding of seminars, colloquia, retreats, fellowships and expeditions.

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 (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE III

POWERS AND LIMITATION ON POWERS OF THE CORPORATION

1. Powers. In addition to all other corporate powers provided by law and in furtherance of and limited by the purposes described in Article III of these Articles, the Corporation shall have the power to:

A. Have succession by its corporate name for a period set forth in its Articles of Incorporation;

B. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;

C. Adopt and use a common corporate seal and alter the same, provided, however, that such seal shall always contain the words, "Corporation Not for Profit";

D. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation, provided that members of the Board of Directors will receive no compensation for such services, except those services rendered the corporation which are unrelated to Board duties;

E. Adopt, change, amend and repeal Bylaws not inconsistent with law or these Articles for the administration of the affairs of the Corporation and the exercise of its corporate powers;

F. Increase, by a vote of its members cast as the Bylaws may direct, the number of its directors, so that the number shall not be less than seventeen (17) persons, but may be any number in excess thereof, not to exceed twenty-one (21) persons;

G. Make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, secure any of its obligations by mortgage and pledge all or any of its property, franchises or income;

H. Conduct its affairs, carry on its operations and have offices and exercise the powers granted by Florida law in any state, territory, district or possession of the United States or any foreign country;

I. Purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property or any interest therein wherever situated;

J. Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any license and other rights or interests thereunder or therein;

K. Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets;

L. Purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interests in or obligations of other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the

United States or of any other government, state, territory, governmental district, municipality or of any instrumentality thereof;

M. Lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested;

N. Make and receive donations for the public welfare or for religious, charitable, scientific, literary, educational or other similar purposes;

O. Merge and consolidate with other corporations not for profit, domestic or foreign, provided that the surviving corporation is a corporation not-for-profit, and further provided that the Board of Regents of the State of Florida must approve any such merger or

consolidation;

P. Have and exercise all powers necessary or convenient to effect any or all the purposes for which the corporation is organized.

2. Limitations on Powers. The Corporation shall not have the power to:

A. Convey, lease, pledge or otherwise encumber assets of the State of Florida;

B. Issue stock, nor pay dividends;

C. Attempt to influence legislation as a substantial part of its activities;

D. Allow any part of its income to inure to the benefit of directors, officers or members of the Corporation, or to any other individuals except as reasonable compensation for services rendered which are unrelated to Board duties;

E. Participate to any extent in any political campaign for or against any candidate for public office; or

F. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code, and regulations as they now exist or as they may hereafter be amended.

ARTICLE IV

MEMBERSHIP

1. Members. The members of the Corporation shall be the Board of Directors, who shall be the sole voting members of the Corporation.

2. Other Members. The Bylaws may provide for one or more classes of other members, who shall be admitted in such a manner and who shall have such rights and privileges as are set forth in the Bylaws but who shall not have the right to vote and who shall not be members of the Board of Directors.

ARTICLE V

DURATION

The Corporation shall have perpetual existence.

ARTICLE VI

MANAGEMENT

1. The affairs for the Corporation shall be managed by a Board of Directors who shall serve without compensation. The Board of Directors shall consist of not less than seventeen (17), nor more than twenty-one (21) directors. The Board shall have the authority to set the exact number of board members as may be required from time to time. Directors shall be elected by a majority vote of the Board, shall have only one vote, shall serve a term of three (3) years, and may be re-elected to the Board. The Board of Directors will be comprised of the following:

A. The President of the University;

B. The Chairman of the Board of Regents, or the Chairman's designee;

C. Five (5) representatives of the State University System;

D. No less than ten (10) nor more than fourteen (14) Directors who are not

medical doctors or state employees.

Directors shall be appointed and removed in accordance with the procedure provided in the Bylaws.

2. The Board of Directors shall, by majority vote, appoint two (2) Directors who shall serve on the Board of Directors of the H. Lee Moffitt Cancer Center and Research Institute Hospital, Inc., one (1) Director who shall serve on the Board of Directors of the H. Lee Moffitt Cancer Center and Research Institute Lifetime Cancer Screening Center, Inc. and two (2) Directors who shall serve on the Board of Directors of the H. Lee Moffitt Cancer Center and Research Institute Foundation, Inc.

3. The names and street addresses of the initial Directors are:

John Lott Brown	University of South Florida Office of the President Tampa, Florida 33620
Albert Hartley	University of South Florida Department of Administration and Finance Tampa, Florida 33620
Andor Szentivanyi	University of South Florida College of Medicine Tampa, Florida 33602

4. The officers of the Corporation shall be a Chairman, Vice-Chairman and Secretary-Treasurer. These officers shall be elected by majority vote of the Board. Any other officers shall be selected and appointed as provided in the Bylaws.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Steven G. Wenzel
University of South Florida Department
of Employee Relations and Legal Affairs
Tampa, FL 33620

ARTICLE VIII

AMENDMENTS TO BYLAWS AND ARTICLES OF INCORPORATION

The Bylaws of the Corporation may be adopted, altered, amended or repealed by a majority vote of the Board of Directors at any regular or special meeting of the Board, or by all directors signing a written statement manifesting their intention that the Bylaws be adopted, altered, amended or repealed; provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change to the Bylaws, shall be furnished in writing to each Director of the Corporation, at least ten (10) days prior to the meeting at which such Bylaws alteration shall be voted upon.

The Articles of Incorporation of the Corporation may be amended by two-thirds (2/3) vote of the Board of Directors at a regular or special meeting of the Board or by all Directors signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, and in all instances, with the approval of the Board of Regents of the State of Florida; provided, however, with respect to any meetings, notice thereof, which shall include the text of the proposed change to the Articles of Incorporation, shall be furnished in

writing to each member of the Corporation at least ten (10) days prior to the meeting at which such Amendment to the Articles of Incorporation is to be voted upon.

ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT

The above-named Incorporator, desiring to organize the Corporation under the laws of the State of Florida, hereby designates the Corporation's Registered Office to be located at the offices of the General Counsel of the Corporation and hereby designates said General Counsel as Registered Agent of the Corporation, to accept service of process within the State, to serve in such capacity until a successor is selected duly designated.

ARTICLE X

INDEMNIFICATION

The indemnification of any Director, officer or employee of the Corporation, or any former Director, officer or employee of the Corporation shall be as provided by law.

ARTICLE XI

DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purposes set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves

are exempt as organizations described in Sections 510(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future law or to the Federal government or to a state or local government for exclusive public purpose; provided that the recipient or recipients of the distribution shall be approved by the Board of Regents of the State of Florida.

ARTICLE XII

EMPLOYEES

Persons employed by the Corporation shall not be considered employees of the State of Florida by virtue of such employment.

IN WITNESS WHEREOF, the undersigned has subscribed his name under seal this ____ day of _____, 19__.

_____
STEVEN G. WENZEL

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared STEVEN G. WENZEL, to me well known and well known to me to be the person described in and who subscribed his name to the foregoing Articles of Incorporation and who acknowledged before me that he executed the said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this _____ day of _____, 19__.

_____
Notary Public

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED LOUIS DE LA PARTE, JR., LOCATED AT 705 EAST KENNEDY BLVD., TAMPA, FLORIDA 33602, AS ITS AGENT TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA.

_____
LOUIS DE LA PARTE, JR.
INCORPORATOR

Dated:_____

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, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

_____
LOUIS DE LA PARTE, JR.

Dated:_____

CERTIFICATE AS TO FOURTH AMENDED AND RESTATED ARTICLES OF INCORPORATION OF H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

WE HEREBY ACKNOWLEDGE as the duly elected and qualified President and Secretary of the H. Lee Moffitt Cancer Center and Research Institute, Inc. the following:

That these Fourth Amended and Restated Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc. were approved by the Board of Directors the sole voting members of the corporation at a duly called meeting on November 17, 1993 pursuant to Section 617.0201, Florida Statutes; and

That these Fourth Amended and Restated Articles of Incorporation include amendments to the Third Amended and Restated Articles of Incorporation filed on November 20, 1992; and

That in all other regards these Fourth Amended and Restated Articles of Incorporation only restate and integrate and do not further amend the provisions of the Articles as theretofore amended and that there is no discrepancy between these Fourth Amended and Restated Articles and the Third Amended and Restated Articles, except for the omission of matters of historical interest; and

That the corporation was incorporated on April 17, 1984 with the original name being University of South Florida Cancer and Chronic Diseases Research and Treatment Center, Inc. and that pursuant to an amendment filed on March 26, 1986, the name of the corporation was changed to H. Lee Moffitt Cancer Center and Research Institute, Inc.

Dated this 31st day of March, 1994.

H. LEE MOFFITT CANCER CENTER
AND RESEARCH INSTITUTE, INC.

By: _____
John C. Ruckdeschel, M.D.
President - Center Director

By: _____
Donald D. Buchanan
Secretary

APPROVED BY THE BOARD OF REGENTS ON 12/3/93. #31325

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT
1994

FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

APPROVED AND FILED
94 MAY -1 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Corporation Name
H LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC

DOCUMENT # N02631 (2)

Mailing Address
~~ACCOUNTS PAYABLE~~
12902 MAGNOLIA DRIVE
TAMPA FL 33612 -9497
US

Principal Place of Business
12902 MAGNOLIA DR
TAMPA FL 33612-9497
US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 04/17/1984
3a. Date of Last Report: 05/01/1993

2. Mailing Address
21 c/o Stephen R. Nash, V.P.
22 12902 Magnolia Drive
23 Tampa, FL
24 33612-9497

4. FEI Number: 59-2451713
Applied For / Not Applicable

5. Certificate of Status Enclosed: $8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: $5.00 Will Be Added to Fees
7. Amount Enclosed: XX

8. Name and Address of Current Registered Agent
~~DE LA PARTE, LOUIS JR.~~
~~705 EAST KENNEDY BLVD~~
~~TAMPA FL 33602~~

10. Name and Address of New Registered Agent
81 L. David de la Parte
82 One Tampa City Center, Suite 2300
83
84 Tampa FL 85 33602

11. Signature: 5/02/94

12. Officers and Directors

Title	~~P/D~~
Name	~~BORKOWSKI FRANCIS T.~~
Address	~~4202 FOWLER AVE #241~~
City	~~TAMPA FL~~
Title	D
Name	KAUFMAN, RONALD, P. MD
Address	12901 BRUCE B DOWNS MDC2
City	TAMPA FL
Title	D
Name	MOFFITT, H., LEE
Address	4230 S MACDILL AVE., STE. J
City	TAMPA FL
Title	S/T/D
Name	BUCHANAN, DONALD, D
Address	610 W. BAY ST.
City	TAMPA FL
Title	~~D~~
Name	COUCH, THEODORE
Address	1717 E FOWLER AVE
City	TAMPA FL
Title	D
Name	SILBIGER, MARTIN, MD
Address	12901 BRUCE B DOWNS MDC
City	TAMPA FL

13. Changes to Officers and Directors

Title	P/D

14. [illegible]

SIGNATURE: Donald D. Buchanan 4-6-94 (813) 254-1464
Signature and Typed or Printed Name of Signing Officer or Director
Donald D. Buchanan, Secretary/Treasurer

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE

Additional Members of Board of Directors

Title	Name	Address
D	Honorable Thomas E. Baynes, Jr.	4921 Memorial Hwy, Suite 245 Tampa, FL 33634
D	Timothy J. Adams	One North Dale Mabry Tampa, FL 33609-2700
D	J. Clint Brown, Esquire	501 E. Kennedy Blvd, Suite 1700 Tampa, FL 33602
D	Robert Clark, M.D.	12902 Magnolia Drive Tampa, FL 33612
D	Gay Culverhouse, Ed.D.	One Buccaneer Place Tampa, FL 33607
D	Marvin R. Dunn, M.D.	12901 Bruce B. Downs Blvd. Tampa, FL 33612
D	Manuel Garcia	4933 New Providence Road Tampa, FL 33629
D	Honorable John Grant	610 W. Waters Avenue, Suite A Tampa, FL 33607
D	Honorable James T. Hargrett	2107 Osborne Avenue E Tampa, FL 33680
D	Walter H. Harkala	1121 W. McGee Road Plant City, FL 33565
D	Richard C. Karl, M.D.	12902 Magnolia Drive Tampa, FL 33612-9497
D	Charles Olds	3109 W. Buffalo Avenue Tampa, FL 33607
D	Betty Castor	4202 E. Fowler Avenue Tampa, FL 33620

FILE NOW: FILING FEE AFTER MAY 1 IS $155.00

CORPORATION ANNUAL REPORT 1995

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

APPROVED AND FILED

95 APR 17 PM 4:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

DOCUMENT # N02631 (2)

1. Corporation Name

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

Principal Place of Business
12902 MAGNOLIA DR
TAMPA FL 33612-9497
US

Mailing Address
C/O STEPHEN R NASH VP
12902 MAGNOLIA DRIVE
TAMPA FL 33612-9497
US

3. Date Incorporated or Qualified: 04/17/1984
3a. Date of Last Report: 05/01/1994

4. FEI Number: 59-2451713
Applied For / Not Applicable

5. Certificate of Status Desired: ☐ $8.75 Additional Fee Required

6. Electronic Corporation Filing Fee: ☐ $5.00 May Be Added to Fees

7. Payment with #15 (Check) Tax Exempt Status: XX $68.75 Supplemental Fee Not Required

8. This corporation has filed, or is complete for under S. 199.032, Florida Statutes: ☐ Yes XX No

21 / 22 / 23 / 24 / 25

2a. Mailing Address
26 / 27 / 28 / 29 / 30

9. Name and Address of Current Registered Agent

DE LA PARTE, DAVID L
ONE TAMPA CITY CNTR
S2300
TAMPA FL 33602

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City: FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0505 and 607.0506, Florida Statutes, the undersigned corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE: Registered Agent's Signature (Required if Agent is Not an Officer or Director) — Date

12.	OFFICERS AND DIRECTORS	13.	ADDITIONS, CHANGES TO OFFICERS AND DIRECTORS
Title	-D-	Title	☐ Change ☐ Addition
Name	~~BAYNES, THOMAS E HONORAB~~	Name	
Street Address	~~4921 MEMORIAL HWY 245~~	Street Address	
City, St, Zip	~~TAMPA FL~~	City, St, Zip	
Title	-D-	Title	☐ Change ☐ Addition
Name	~~KAUFMAN, RONALD, P, MD~~	Name	
Street Address	~~12901 BRUCE B DOWNS MDC2~~	Street Address	
City, St, Zip	~~TAMPA FL~~	City, St, Zip	
Title	-D-	Title	T/D ☒ Change ☐ Addition
Name	MOFFITT, H., LEE	Name	
Street Address	4230 S MACDILL AVE., STE. J	Street Address	
City, St, Zip	TAMPA FL	City, St, Zip	
Title	~~-STD-~~	Title	S/D ☒ Change ☐ Addition
Name	BUCHANAN, DONALD, D	Name	
Street Address	610 W. BAY ST.	Street Address	
City, St, Zip	TAMPA FL	City, St, Zip	
Title	~~-PD-~~	Title	C/D ☒ Change ☐ Addition
Name	COUCH, THEODORE	Name	
Street Address	1717 E FOWLER AVE	Street Address	
City, St, Zip	TAMPA FL	City, St, Zip	
Title	D	Title	☐ Change ☐ Addition
Name	SILBIGER, MARTIN, MD	Name	
Street Address	12901 BRUCE B DOWNS MDC	Street Address	
City, St, Zip	TAMPA FL	City, St, Zip	

14. I do hereby certify that the information contained in this form is true, complete, and correct and does not qualify for the exemption stated in Section 119.07(3)(o), Florida Statutes. I further certify that the annual report contained herein is the annual report for the corporation named in this report and is consistent with the corporate records. I further certify that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or is attached with an address.

SIGNATURE: Donald D. Buchanan 4-10-95 (813) 254-1464
SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

Donald D. Buchanan, Secretary

094108

NO 2631

H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

Additional Members of Board of Directors

Title	Name	Address
D	Timothy J. Adams	One North Dale Mabry Tampa, FL 33609-2700
D	J. Clint Brown, Esquire	501 E. Kennedy Blvd. Suite 1700 Tampa, FL 33602
D	Betty Castor	4202 E. Fowler Avenue Tampa, FL 33620
D	Robert Clark, M.D.	12902 Magnolia Drive Tampa, FL 33612-9497
D	Gay Culverhouse, Ed.D.	1002 Frankland Road Tampa, FL 33607
D	Marvin R. Dunn, M.D.	12901 Bruce B. Downs Blvd. Tampa, FL 33612
D	Honorable John Grant	610 W. Waters Avenue, Suite A Tampa, FL 33607
D	Dick A. Greco, Jr.	5701 E. Hillsborough Ave., Rm 2268 Tampa, FL 33610
D	Honorable James T. Hargrett	2107 Osborne Avenue E Tampa, FL 33680
D	Monsignor Laurence Higgins	3410 W. Hillsborough Avenue Tampa, FL 33614
D	Richard C. Karl, M.D.	12902 Magnolia Drive Tampa, FL 33612-9497
D	Charles Olds	3109 W. Buffalo Avenue Tampa, FL 33607
D	Rollin C. Richmond, Ph.D.	4020 E. Fowler Avenue Tampa, FL 33620
D	Dennis M. Ross	4010 Boy Scout Blvd. Tampa, FL 33631

N02631

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

100002312401--8
-10/06/97--01081--015
****175.00 *****87.50

5th amend/ restated arts
H. Lee Moffitt Cancer Center
and Research Institute, Inc.

Amended & Restated Articles

FILED
97 SEP 29 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

___ Art of Inc. File
___ LTD Partnership File
___ Foreign Corp. File
___ L.C. File
___ Fictitious Name File
___ Trade/Service Mark
___ Merger File
✓ Art. of Amend. File — Officers / directors listed are usual
___ RA Resignation
___ Dissolution / Withdrawal
___ Annual Report / Reinstatement
✓ Cert. Copy
___ Photo Copy — 30
___ Certificate of Good Standing
___ Certificate of Status — 87.50
___ Certificate of Fictitious Name
___ Corp Record Search
___ Officer Search
___ Fictitious Search
___ Fictitious Owner Search
___ Vehicle Search
___ Driving Record
___ UCC 1 or 3 File
___ UCC 11 Search
___ UCC 11 Retrieval
___ Courier

filing

9/29/97
DOU
DOU
DOU
DOU
DOU

Signature

Requested by: Cher 9.29 948
Name Date Time

Walk-In _____ Will Pick Up _____

de la PARTE, GILBERT & BALES
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW

JOHN CALHOUN BALES
DAVID M. CALDEVILLA
RONALD A. CHRISTALDI
EDWARD P. de la PARTE, JR.
L. DAVID de la PARTE
DAVID D. DICKEY
CHARLES R. FLETCHER
RICHARD A. GILBERT
PATRICK J. McNAMARA
MICHAEL A. SKELTON

ONE TAMPA CITY CENTER
SUITE 2300
POST OFFICE BOX 2350
TAMPA, FLORIDA 33601-2350
(813) 229-2775
FACSIMILE (813) 229-2712

FOUNDER
LOUIS A. de la PARTE

October 7, 1997

VIA FEDEX NO. 3982652004

Louise Jackson
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Fifth Amended and Restated Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc.

Dear Louise:

It was a pleasure talking with you today. As you are aware, this firm represents the H. Lee Moffitt Cancer and Research Institute, Inc. ("Moffitt"). Let me begin by thanking you for your assistance. As we discussed, enclosed is a replacement page 13, correcting the clerical errors we discussed on the above-referenced document which was received by your office on September 29, 1997. It is my understanding that you will simply replace the erroneous page 13 with this corrected page 13. As we discussed, Moffitt does not wish to alter its current registered agent, L. David la Parte, in any way at this time.

If you have any questions, please do not hesitate to call me.

Sincerely,

de la PARTE, GILBERT & BALES, P.A.

Ronald A. Christaldi

Enclosure

RAC/jj

FIFTH AMENDED AND RESTATED ARTICLES OF INCORPORATION OF H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

(Originally incorporated on April 17, 1984, as University of South Florida Cancer Center and Chronic Diseases Research and Treatment Center)

The undersigned incorporator, being of full age, for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 617 and Section 240.512, Florida Statutes, does hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by said law and does hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

ARTICLE II

CORPORATE PURPOSES

The Corporation is organized and shall be operated exclusively for charitable, scientific or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law (the "Internal Revenue Code")) to promote and support, directly or indirectly, by donation, loan or otherwise, the interests and purposes of the H. Lee Moffitt Cancer Center and Research Institute Hospital, Inc., a Florida not for profit corporation which is an organization

described in Section 501(c)(3), Section 509(a)(1) and Section 170(b)(1)(a)(iii) of the Internal Revenue Code; the H. Lee Moffitt Cancer Center and Research Institute Lifetime Cancer Screening Center, Inc., a Florida not for profit corporation which is an organization described in Section 501(c)(3) and Section 509(a)(2) of the Internal Revenue Code; and the H. Lee Moffitt Cancer Center and Research Institute Foundation, Inc., a Florida not for profit corporation which is an organization described in Section 501(c)(3), Section 509(a)(1) and Section 170(b)(1)(a)(vi) of the Internal Revenue Code, and, in furtherance of these purposes the Corporation shall:

1. Operate at the University of South Florida (the "University") a health care consortium, designed to accommodate the health maintenance and disease prevention, detection and treatment needs of the communities which the Cancer Center serves;

2. Be a statewide research institute, a national resource for basic research, clinical research and multidisciplinary approaches to patient treatment;

3. Serve as a community resource through outreach and communication efforts;

4. Provide facilities and subjects for mutually-approved education, teaching and research programs conducted by the University or other accredited medical schools or research institutes; and

5. Otherwise operate exclusively for charitable, scientific or education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, in the course of which operation:

A. No part of its net earnings shall inure to the benefit or be distributed to any member, director, officer or individual except in the form of reasonable compensation for services rendered the Corporation which are unrelated to Board duties;

B. 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 any candidate for public office except as authorized under the Internal Revenue Code.

The foregoing is to be achieved in part through the construction, operation and supervision of hospitals, clinics, laboratories and other facilities and the hosting, sponsoring or funding of seminars, colloquia, retreats, fellowships and expeditions.

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 (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE III

POWERS AND LIMITATION ON POWERS OF THE CORPORATION

1. Powers. In addition to all other corporate powers provided by law and in furtherance of and limited by the purposes described in Article II of these Articles, the Corporation shall have the power to:

A. Have succession by its corporate name for a period set forth in its Articles of Incorporation;

B. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;

C. Adopt and use a common corporate seal and alter the same, provided, however, that such seal shall always contain the words, "Corporation Not for Profit";

D. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation, provided that members of the Board of Directors will receive no compensation for such services, except those services rendered the corporation which are unrelated to Board duties;

E. Adopt, change, amend and repeal Bylaws not inconsistent with law or these Articles for the administration of the affairs of the Corporation and the exercise of its corporate powers;

F. Increase, by a vote of its members cast as the Bylaws may direct, the number of its directors, so that the number shall not be less than seventeen (17) persons, but may be any number in excess thereof, not to exceed twenty-one (21) persons;

G. Make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, secure any of its obligations by mortgage and pledge all or any of its property, franchises or income;

H. Conduct its affairs, carry on its operations and have offices and exercise the powers granted by Florida law in any state, territory, district or possession of the United States or any foreign country;

I. Purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property or any interest therein wherever situated;

J. Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any license and other rights or interests thereunder or therein;

K. Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets;

L. Purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interests in or obligations of other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, municipality or of any instrumentality thereof;

M. Lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of fund loaned or invested;

N. Make and receive donations for the public welfare or for religious, charitable, scientific, literary, educational or other similar purposes;

O. Merge and consolidate with other corporations not for profit, domestic or foreign, provided that the surviving corporation is a corporation not-for-profit, and further provided that the Board of Regents of the State of Florida must approve any such merger or consolidation;

P. Have and exercise all powers necessary or convenient to effect any or all the purposes for which the Corporation is organized.

2. Limitations on Powers. The Corporation shall not have the power to:

A. Convey, lease, pledge or otherwise encumber assets of the State of Florida;

B. Issue stock, nor pay dividends;

C. Attempt to influence legislation as a substantial part of its activities;

D. Allow any part of its income to inure to the benefit of directors, officers or members of the Corporation, or to any other individuals except as reasonable compensation for services rendered which are unrelated to Board duties;

E. Participate to any extent in any political campaign for or against any candidate for public office; or

F. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code, and regulations as they now exist or as they may hereafter be amended.

ARTICLE IV

MEMBERSHIP

1. Members. The members of the Corporation shall be the Board of Directors, who shall be the sole voting members of the Corporation.

2. Other Members. The Bylaws may provide for one or more classes of other members, who shall be admitted in such a manner and who shall have such rights and privileges

as are set forth in the Bylaws but who shall not have the right to vote and who shall not be members of the Board of Directors.

ARTICLE V

DURATION

The Corporation shall have perpetual existence.

ARTICLE VI

MANAGEMENT

1. The affairs for the Corporation shall be managed by a Board of Directors who shall serve without compensation. The Board of Directors shall consist of not less than seventeen (17), nor more than twenty-one (21) directors. The Board shall have the authority to set the exact number of board members as may be required from time to time. Directors shall be elected by a majority vote of the Board, shall have only one vote, shall serve a term of three (3) years, and may be re-elected to the Board. With the exception of the President of the University and the Chairman of the Board of Regents, or the Chairman's designee, the Board may, by resolution, provide that no Director shall serve on the Board for more than two (2) consecutive three (3) year terms and that a Director who has served two (2) consecutive three (3) year terms on the Board may be re-elected to the Board only after one (1) year has expired since the end of the second consecutive three (3) year term. The Board of Directors will be comprised of the following:

A. The President of the University;

B. The Chairman of the Board of Regents, or the Chairman's designee;

C. Five (5) representatives of the State University System;

D. No less than ten (10) nor more than fourteen (14) Directors who are not medical doctors or state employees.

Directors shall be appointed and removed in accordance with the procedure provided in the Bylaws.

2. The Board may, by resolution, stagger the terms of Directors by dividing Directors into three (3) classes and appointing Directors to hold office for initial terms not exceeding three (3) years. Directors may be elected so that the term of the first class expires at the annual meeting of the Board; the term of the second class expires one (1) year later; and the term of the third class expires two (2) years later. At each annual election held after the classification and election of Directors pursuant to this section, Directors shall be appointed to full three (3) year terms. Directors shall hold office until their successors have been elected and have qualified.

3. The Board of Directors shall, by majority vote, appoint two (2) Directors who shall serve on the Board of Directors of the H. Lee Moffitt Cancer Center and Research Institute Hospital, Inc., one (1) Director who shall serve on the Board of Directors of the H. Lee Moffitt Cancer Center and Research Institute Lifetime Cancer Screening Center, Inc. and two (2) Directors who shall serve on the Board of Directors of the H. Lee Moffitt Cancer Center and Research Institute Foundation, Inc.

4. The names and street addresses of the initial Directors are:

John Lott Brown	University of South Florida Office of the President Tampa, Florida 33620

Albert Hartley	University of South Florida Department of Administration and Finance Tampa, Florida 33620
Andor Szentivanyi	University of South Florida College of Medicine Tampa, Florida 33602

5. The officers of the Corporation shall be a Chairman, Vice-Chairman and Secretary-Treasurer. These officers shall be elected by majority vote of the Board. Any other officers shall be selected and appointed as provided in the Bylaws.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Steven G. Wenzel
University of South Florida Department
of Employee Relations and Legal Affairs
Tampa, FL 33620

ARTICLE VIII

AMENDMENTS TO BYLAWS AND

ARTICLES OF INCORPORATION

The Bylaws of the Corporation may be adopted, altered, amended or repealed by a majority vote of the Board of Directors at any regular or special meeting of the Board, or by all directors signing a written statement manifesting their intention that the Bylaws be adopted, altered, amended or repealed; provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change to the Bylaws, shall be

furnished in writing to each Director of the Corporation, at least ten (10) days prior to the meeting at which such Bylaws alteration shall be voted upon.

The Articles of Incorporation of the Corporation may be amended by two-thirds (2/3) vote of the Board of Directors at a regular or special meeting of the Board or by all Directors signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, and in all instances, with the approval of the Board of Regents of the State of Florida; provided, however, with respect to any meetings, notice thereof, which shall include the text of the proposed change to the Articles of Incorporation, shall be furnished in writing to each member of the Corporation at least ten (10) days prior to the meeting at which such Amendment to the Articles of Incorporation is to be voted upon.

ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT

The above-named Incorporator, desiring to organize the Corporation under the laws of the State of Florida, hereby designates the Corporation's Registered Office to be located at the offices of the General Counsel of the Corporation and hereby designates said General Counsel as Registered Agent of the Corporation, to accept service of process within the State, to serve in such capacity until a successor is selected duly designated.

ARTICLE X

INDEMNIFICATION

The indemnification of any Director, officer or employee of the Corporation, or any former Director, officer or employee of the Corporation shall be as provided by law.

ARTICLE XI

DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purposes set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code or corresponding sections of any prior or future law or to the federal government or to a state or local government for exclusive public purpose; provided that the recipient or recipients of the distribution shall be approved by the Board of Regents of the State of Florida.

ARTICLE XII

EMPLOYEES

Persons employed by the Corporation shall not be considered employees of the State of Florida by virtue of such employment.

IN WITNESS WHEREOF, the undersigned has subscribed his name under seal this 3rd day of April, 1984.

/s/ Steven G. Wenzel
STEVEN G. WENZEL

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared STEVEN G. WENZEL, to me well known and well known to me to be the person described in and who subscribed his name to the foregoing Articles of Incorporation and who acknowledged before me that he executed the said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 3rd day of April, 1984.

/s/
Notary Public

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

UNIVERSITY OF SOUTH FLORIDA CANCER AND CHRONIC DISEASES RESEARCH AND TREATMENT CENTER, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED BRYAN BURGESS, University of South Florida, Department of Employee Relations and Legal Affairs, Tampa, Florida 33620, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE /s/ Steven G. Wenzel
STEVEN G. WENZEL

TITLE Incorporator

DATE April 3, 1994

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, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE /s/ Bryan S. Burgess
BRYAN BURGESS

DATE April 3, 1984

CERTIFICATE AS TO FIFTH AMENDED AND RESTATED ARTICLES OF INCORPORATION OF H. LEE MOFFITT CANCER CENTER AND RESEARCH INSTITUTE, INC.

WE HEREBY ACKNOWLEDGE as the duly elected and qualified President and Secretary of the H. Lee Moffitt Cancer Center and Research Institute, Inc. the following:

That these Fifth Amended and Restated Articles of Incorporation of H. Lee Moffitt Cancer Center and Research Institute, Inc. were approved by the Board of Directors the sole voting members of the Corporation at a duly called meeting on May 27, 1997 pursuant to Section 617.0201, Florida Statutes; and

That these Fifth Amended and Restated Articles of Incorporation include amendments to the Fourth Amended and Restated Articles of Incorporation filed on April 1, 1994; and

That in all other regards these Fifth Amended and Restated Articles of Incorporation only restate and integrate and do not further amend the provisions of the Articles as theretofore amended and that there is no discrepancy between these Fifth Amended and Restated Articles and the Fourth Amended and Restated Articles, except for the omission of matters of historical interest; and

That the Corporation was incorporated on April 17, 1984 with the original name being University of South Florida Cancer and Chronic Diseases Research and Treatment Center, Inc. and that pursuant to an amendment filed on March 26, 1986, the name of the Corporation was changed to H. Lee Moffitt Cancer Center and Research Institute, Inc.

Dated this 27 of May, 1997.

H. LEE MOFFITT CANCER CENTER
AND RESEARCH INSTITUTE, INC.

By: _____
John C. Rückdeschel, M.D.
President-Center Director

By: _____
Donald D. Buchanan
Secretary

APPROVED BY THE BOARD OF REGENTS ON July 11, 1997.