

No3000006786

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

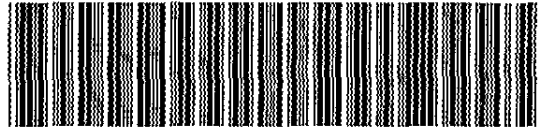
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100021859721

08/05/03--01037--002 **78.75

FILED
03 AUG -5 PM 2 05
FALLING WATER, IN

✓

~~1003~~ 22969
52 8-7

JEFFREY H. ROSENTHAL
ATTORNEY AT LAW
BANK OF AMERICA PLAZA, SUITE 500
7000 WEST PALMETTO PARK ROAD
BOCA RATON, FLORIDA 33433

TELEPHONE (561) 391-1304
E-MAIL: JHROSE01@AOL.COM

FAX (561) 391-1336

August 1, 2003
Via Federal Express

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
03 AUG -5 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Articles of Incorporation of HELP RUSTY FUND, INC.

Dear Madam or Sir:

Enclosed please find original and one copy of Articles of Incorporation of HELP RUSTY FUND, INC. and original Certificate of Designation of Registered Agent/Registered Office together with my check in the amount of \$78.75 (\$70.00 for filing fee \$8.75 for certificate of good standing). Please file the Articles of Incorporation and provide me with a receipted copy of the Articles and a certificate of good standing in the enclosed prepared Federal Express mailer.

Thank you for your assistance.

Very truly yours,


Jeffrey H. Rosenthal

JHR:rg
Enclosures

8/07/03 CORPORATE DETAIL RECORD SCREEN 11:26 AM
NUMBER: W03000022369 REJECTED FILING REJ: 08/07/2003
NAME : HELP RUSTY FUND, INC.
SUBMIT BY: JEFFREY H. ROSENTHAL
ADDRESS : 7000 W PALMETTO PARK RD
SUITE 500
BOCA RATON, FL 33433
USER ID : SLOGAN

5899 Wedgewood Village
Circle

Lake Worth 33463

1. MENU, 7. LIST, 8. NEXT, 9. PREV

ENTER SELECTION AND CR:

Add the principal address and
file.

Thanks,
Stacy

ARTICLES OF INCORPORATION OF HELP RUSTY FUND, INC.

FILED
03 AUG -5 PM 2:06
CLERK OF DISTRICT COURT
FLORIDA

ARTICLE I

CORPORATE NAME

The name of this corporation is HELP RUSTY FUND, INC.

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation organized solely for general educational and charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are: To charitably subsidize the medical care, treatment, and rehabilitation of Rusty Columbo.

To operate exclusively in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V

AUTHORIZED CAPITAL STOCK DIVIDENDS

A. All stock certificates issued by the corporation shall contain a statement on the face thereof that is a nonprofit corporation and a description of any preferential rights of stockholders. If such shares are restricted as to their sale or purchase, the stock certificates shall bear a legend stating that such shares are restricted in the manner described in the bylaws or any agreement between the shareholders, and that a copy of such bylaws or agreement shall be provided to all stockholders.

B. Except as otherwise prescribed by Florida law, each share shall entitle the holder thereof to one vote.

ARTICLE VI

MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be three (3) provided however that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at the offices of the Corporation on August 15 of each year, or at such other place or places as the Board of Directors may designate from time to time by resolution.

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

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

<u>NAME</u>	<u>ADDRESS</u>
PATRICK MAGLIORE	5899 WEDGEWOOD VILLAGE CIRCLE LAKE WORTH, FL 33463
MICHAEL BRIGGS	3612 DIANE DRIVE BOYNTON BEACH, FL33435
JOSEPH RAVOSA	6142 WILBUR WAY LAKE WORTH, FL 33463

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, and Secretary/ Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

<u>NAME</u>	<u>ADDRESS</u>
President: PATRICK MAGLIORE	5899 WEDGEWOOD VILLAGE CIRCLE LAKE WORTH, FL 33463
Vice President: MICHAEL BRIGGS	3612 DIANE DRIVE BOYNTON BEACH, FL33435
Secretary/Treasurer: MICHAEL BRIGGS	3612 DIANE DRIVE BOYNTON BEACH, FL33435

ARTICLE VII

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

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.

C. 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws for this corporation.

ARTICLE X

SUBSCRIBERS

The names and residence addresses of the Subscribers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
PATRICK MAGLIORE	5899 WEDGEWOOD VILLAGE CIRCLE LAKE WORTH, FL 33463
MICHAEL BRIGGS	3612 DIANE DRIVE BOYNTON BEACH, FL33435
JOSEPH RAVOSA	6142 WILBUR WAY LAKE WORTH, FL 33463

ARTICLE XI

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-laws.

ARTICLE XII

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XIII

REGISTERED AGENT AND OFFICE

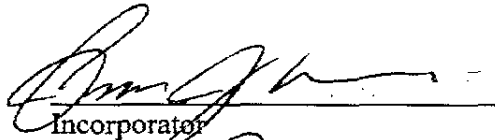
The address of the corporation's registered office shall be 7000 West. Palmetto Park Road, Suite 500, Boca Raton, FL 33433 and the name of its registered agent at said address shall be Jeffrey H. Rosenthal, Esq.

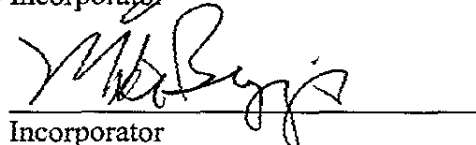
ARTICLE XIV

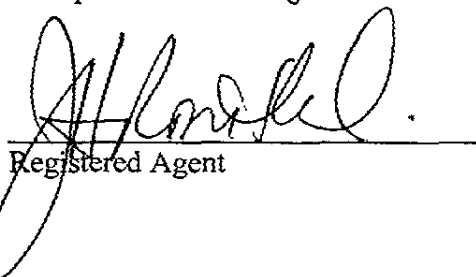
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 1st day of August, 2003.


Incorporator



Incorporator


Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared and Patrick Migliore and Michael Briggs, to me known to be the persons who executed the foregoing Articles of Incorporation and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1 day of August, 2003.


Notary Public
State of Florida at Large

My Commission Expires:



Renee Galtieri
Commission #DD169506
Expires: Dec 03, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

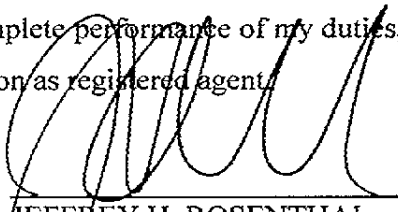
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is HELP RUSTY FUND, INC.
2. The name and address of the registered agent and office is: JEFFREY H. ROSENTHAL, Bank of America Plaza, Suite 500, 7000 W. Palmetto Park Road, Boca Raton, Florida 33433.

ACKNOWLEDGEMENT

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


JEFFREY H. ROSENTHAL
Registered Agent
Bank of America Plaza, Suite 500
7000 W. Palmetto Park Road
Boca Raton, Florida 33433
(561) 391-1304

FILED
03 AUG -5 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA