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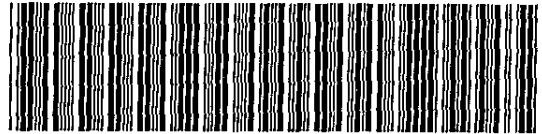
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TRANSMITTAL LETTER

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

SUBJECT: THE LEE MILLMAN RESPITE CARE FOUNDATION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MARTILYN REBECCA JACOBS
Name (Printed or typed)

16 BERMUDA LAKE DRIVE
Address

PALM BEACH GARDENS, FLORIDA 33418
City, State & Zip

561-615-8585
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
THE LEE MILLMAN RESPITE CARE FOUNDATION, INC.**

(A Corporation Not for Profit)

We, the undersigned, acting as incorporators of a corporation being natural people of the age of twenty-one years or more and citizens of the United States, pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation of such corporation:

**ARTICLE 1.
NAME OF CORPORATION**

The name of the corporation shall be:

THE LEE MILLMAN RESPITE CARE FOUNDATION, INC.

**ARTICLE 2.
DURATION**

The period of the duration of this corporation shall be twenty-five years and will be dissolved according to law. The effective date shall be the date of filing with the Florida Secretary of State.

**ARTICLE 3.
PURPOSES, POWERS & LIMITATIONS**

- a. The corporation is organized on a non-stock basis exclusively for charitable set forth in 501(c)(3) of the Internal Revenue Code of 1986, as amended and hereafter amended (the "Code"), without regard to race, color or creed, and the corporation shall have such powers as are necessary or proper to accomplish such purposes. The corporation shall operate a respite care program for the benefit of low-income caregivers of people with memory disorders related to Alzheimer's.
- b. 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 Code Section 501(c)(3), (b) by a corporation, contributions to which are deductible under Sec. 170(c)(2), or (c) by a not for profit corporation organized under the laws of the State of Florida pursuant to Chapter 617, Florida Statutes.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- c. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, the corporation's 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 contributions in furtherance of the purposes set forth in this article.
- d. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (including publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
- e. The corporation, during any period when it is a "private foundation" under Code Section 509(a), shall not (1) engage in any act of self-dealing as defined in Code Section 4941(d) which would give rise to any liability for the tax imposed by Code Section 4941(a), (2) retain any excess business holdings as defined in Code Section 4943(c) that would give rise to any liability for the tax imposed by Code Section 4943(a), (3) make any investment that would jeopardize the carrying out of any of its exempt purposes, within the meaning of Code Section 4944 so as to give rise to any liability for the tax imposed by Code Section 4944, (4) make any taxable expenditures as defined in Code Section 4945(d) which would give rise to any liability for the tax imposed by Code Section 4945(a), or (5) fail to distribute, for the purposes specified in these articles, for each taxable year amounts at least sufficient to avoid liability for the tax imposed by Code Section 4942(a).

ARTICLE 4. BOARD OF DIRECTORS

- a. The corporation shall be managed by the Board of Directors. This corporation shall have (3) directors who will be designed as a board of directors. The number of directors may be varied from time to time, by the bylaws, but shall never be less than three (3).
- b. At any time that any one of the directors dies, resigns or suffers from incapacity or otherwise, the remaining directors are empowered to appoint a replacement director, who, within thirty (30) days of being designated, shall file a sworn statement with the remaining directors agreeing to serve as a director and to abide by the provisions of the Corporate Charter, By-Laws and any Amendments thereto.
- e. The names and addresses of the persons who are to serve as the initial directors of the corporation are:

NAME

ADDRESS

Dr. David Loewenstein

3985 SW 148th Terrace
Miramar, Florida 33027

Ethel Glass

620 NE 195th Street
North Miami Beach, Florida 33179

Marilyn Rebecca Jacobs

16 Bermuda Lake Drive
Palm Beach Gardens, Florida 33418

**ARTICLE 5
DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon dissolution, the residual assets of the organization shall be turned over to the Wein Center at Mount Sinai Hospital to utilize for a special project to be selected by majority vote of the serving directors. In no way shall the residual assets be commingled with the Mount Sinai Foundation or utilized to offset administrative expenses.

**ARTICLE 6
INCORPORATORS**

The name and address of the incorporators are:

NAME

ADDRESS

Dr. David Lowenstein

3985 SW 148th Terrace
Miramar, Florida 33027

Ethel Glass

620 NE 195th Street
North Miami Beach, Florida 33179

Marilyn Rebecca Jacobs

16 Bermuda Lake Drive
Palm Beach Gardens, Florida 33418

ARTICLE 7
REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be c/o Marilyn Rebecca Jacobs, 2161 Palm Beach Lakes Blvd. Suite 450, West Palm Beach, Florida 33409, and the name of its initial registered agent shall be Marilyn Rebecca Jacobs.

ARTICLE 8
ADDRESS

The address of the principal office of the corporation is c/o Marilyn Rebecca Jacobs, 2161 Palm Beach Lakes Blvd. Suite 450, West Palm Beach, Florida 33409.

ARTICLE 9
BY-LAWS

1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its charitable purpose as they may deem necessary from time to time.

2. Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of the directors present at a regular meeting or any special meeting called for that purpose.

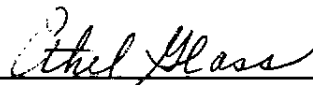
ARTICLE 10
AMENDMENTS

These Articles of Incorporation may be amended only by unanimous approval of the Board of Directors.

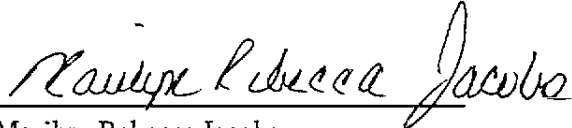
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 28, day of Sept., 2003.

 ^{Ph.D.}

David Loewenstein



Ethel Glass



Marilyn Rebecca Jacobs

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named as Registered Agent for THE LEE MILLMAN RESPITE CARE FOUNDATION, INC. at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity and agree to comply with the provisions of law related thereto.

By: Marilyn Rebecca Jacobs
Marilyn Rebecca Jacobs

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TALLAHASSEE, FLORIDA