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RECEETARY OF SIAIE



Httorney at Cav
Hermes Eraclides *†
Theodore M. Johns
Brad Hall t
Mark H. Gelman
Kristen L. Johannessen
William A. Kempner
Daniel R. Goodman
Dawn R. Traverso
Christopher D. White t
Jennifer T. Pollock
Kendall Mills-Conrad

Cindy L. Anderson t Wilbur W. Anderson ¶π Ya'Sheaka S. Campbell R. Joseph Dill Kathy K.B. Dupuy-Bruno §H Nicole Florentino Cindy R. Galen Courtney Rivers Gilner Jacqueline Green Griffen A Scott L. Hall Morgan A. Indek Kathryn I. Kasper Gina La Rocca Edward S. Mallow * A & Mary Frances Nelson Dana Olesky Michael D. Quiggins Bram L. Scharf Matt Thompson D. Edward Williamson, Jr.

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ERACLIDES, JOHNS, HALL, GELMAN, JOHANNESSEN & KEMPNER, L.L.P.

Ryly 10: Jackwwille: 4811 ATLANTIC BOULEVARD ● JACKSONVILLE, FL 32207 ● PHONE: (904) 306-9955 ● FAX: (904) 306-9951

March 26, 2007

Department of State
Division of Corporations
2661 Executive Center Circle, West
Koger Center - Clifton Building
Tallahassee, Florida 32301

Re: Incor

Incorporation of Fight Dysautonomia, Inc.

A Florida Not-for-Profit Corporation

Dear Madam/Sir:

Enclosed for filing are an original and one copy of Articles of Incorporation of Fight Dysautonomia, Inc., a Florida not-for-profit corporation. Also enclosed is our firm's check for \$78.75 to cover the following fees:

Filing Fees	\$ 35.00
Certified Copy	8.75
Registered Agent Designation	35.00
Total Fees	\$ 78.75

Please file the original Articles of Incorporation and forward a certified copy to our offices.

R. Joseph Dill

RJD/bwc Enclosure

ARTICLES OF INCORPORATION CONTROL OF FIGHT DYSAUTONOMIA, INC. (A Nonprofit Corporation)

The undersigned, for the purpose of forming a corporation not for profit under the Florida Not For Profit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I Name and Place of Business

Section 1.1 <u>Name and Place of Business</u>. The name of this corporation is FIGHT DYSAUTONOMIA, INC., whose principal place of business is at 11643 Magnolia Estates Road, Jacksonville, Florida 32223, and whose mailing address is Post Office Box 23145, Jacksonville, FL 32241-3145.

ARTICLE II Purposes, Limitations and Dissolutions

- Section 2.1 <u>Purposes</u>. The purpose of this corporation shall be, subject to the expressed intent of the donor of any property or gifts, to receive and administer all gifts and devises designated for use in promoting and funding the research, education and awareness of the medical condition known as Dysautonomia, or such other undesignated gifts to this corporation, whether in fee or in trust, and to undertake such activities as will further the general purposes described herein.
- Section 2.2 <u>Limitations on Actions</u>. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to any trustee, officer or other private person. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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. Notwithstanding any other provision of these Articles, this 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 1986, as amended ("Code"), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.
- Section 2.3 <u>Dissolution</u>. This corporation may only be dissolved by vote of two-thirds (2/3) of the Board of Trustees. Upon dissolution of this corporation or the winding up of its affairs, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of this corporation, dispose of all of the assets of this corporation exclusively to such charitable, scientific or educational organizations which are exempt organizations under Section 501(c)(3) of the Code, as the Board of Trustees shall determine.

ARTICLE III Powers

To accomplish the purposes set forth in Article II, this corporation shall have all powers and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for the public welfare and for charitable, educational and religious purposes. Notwithstanding any other provision of these Articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of this corporation.

ARTICLE IV Membership

This corporation shall have no members.

ARTICLE V Term of Existence

This corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE VI Incorporator

The street address of the incorporator of this corporation is 11643 Magnolia Estates Road, Jacksonville, Florida 32223, and the name of the incorporator of this corporation is Sondra M. Mallow.

ARTICLE VII Management

Section 7.1 <u>Trustees</u>. This corporation shall have three (3) Trustees initially. The number of Trustees may be increased or decreased, from time to time, as provided in the Bylaws of this corporation; however, this corporation shall at all times have at least three (3) Trustees.

Section 7.2 <u>Names and Addresses of First Members of the Board of Trustees</u>. The names and addresses of the persons who are to serve as the initial Trustees of this corporation until the election or appointment of their successors are as follows:

Name	Address
Sondra M. Mallow	11643 Magnolia Estates Road Jacksonville, Florida 32223
Edward S. Mallow	11643 Magnolia Estates Road Jacksonville, Florida 32223
Sherry Goodfarb	8561 San Jose Blvd. Jacksonville, Florida 32217

ARTICLE VIII Stocks and Dividends Prohibited

This corporation shall have no capital stock, pay no dividends and shall not distribute any part of its net income to its officers or Trustees.

ARTICLE IX Amendment

Amendments to these Articles of Incorporation shall only be made, altered or rescinded by a vote of two-thirds (2/3) of the Board of Trustees.

ARTICLE X Office and Registered Agent

The street address of the initial registered office of this corporation is 11643 Magnolia Estates Road, Jacksonville, Florida, 32223, and the name of the initial registered agent of this corporation at that address is Sondra M. Mallow.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, for the purpose of forming this corporation under the Florida Not For Profit Corporation Act, has executed these Articles of Incorporation this 26 day of March, 2007.

Sondra M. Mallow

STATE OF FLORIDA COUNTY OF DUVAL

The foregoing instrument was acknowledged before me the day of March, 2007, by SONDRA M. MALLOW, who is either personally known to me or produced the identification described below and who did not take an oath.



Print: Glong Satterice Aforesaid
Notary Public, State and County Aforesaid
Commission No.

My Commission Expires: _

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, 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.

Dated: March 26, 2007

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SECRETARY OF STATE

TALLAHASSEE, FLORIDA