

N08000004325

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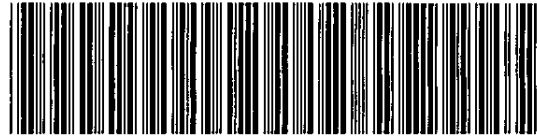
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2008 MAY 14 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TB 5-20-08

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The South Florida Cancer Association, Inc.

DOCUMENT NUMBER: N08000004325

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Eddie G. Dutton, II

(Name of Contact Person)

South Florida Cancer Association, Inc.

(Firm/ Company)

8353 Lake Drive, J-403

(Address)

Doral, FL 33166

(City/ State and Zip Code)

For further information concerning this matter, please call:

Eddie G. Dutton, II

(Name of Contact Person)

at (786) 319-6912

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
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enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|---|---|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

South Florida Cancer Association, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

FILED
2008 MAY 14 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N08000004325

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

n/a

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article III: Officers and/or Directors

Article IV: Election or Appointment of Directors

Article V: Duration

Article VI: Purposes and Powers

Article VII: Limitations

Article VIII: Registered Agent

Article IX: Name and Address of the Incorporator

(Attach additional pages if necessary)

(continued)

**Articles of Amendment
For
South Florida Cancer Association, Inc.**

The undersigned agent and incorporator for the purposes of forming a Florida not-for-profit corporation hereby provides the following Articles of Amendment.

The Articles of Amendment are being filed in reference to the Articles of Incorporation filed by the incorporator on May 5, 2008 for the South Florida Cancer Association, Inc. (Document Number N08000004325)

The original Articles of Incorporation failed to include specific wording required by the Internal Revenue Service in order for the South Florida Cancer Association, Inc. to receive recognition as a tax-exempt charitable organization included within the meaning of Section 501(c)(3).

These Articles are amended to provide for the mandatory language.

The undersigned incorporator for the purpose of forming a Florida not-for-profit corporation hereby files this Articles of Amendment and adopts the following Articles of Incorporation:

Article I: Name

The name of the corporation is: SOUTH FLORIDA CANCER ASSOCIATION, INC.
(hereinafter referred to as the "corporation").

Article II: Principal Place and Mailing Address of Business

The principal place of business address:

8353 Lake Drive
J-403
Doral, FL 33166

The mailing address of the corporation is:

8353 Lake Drive
J-403
Doral, FL 33166

Article III: Officers and/or Directors

The names and the Florida street addresses of the Corporation's officers and/or directors are:

Title: CEO / Executive Director

Eddie G. Dutton, II

8353 Lake Drive

J-403

Doral, FL 33166

Title: President / Director

Sherry Joseph

8353 Lake Drive

J-403

Doral, FL 33166

Article IV: Election or Appointment of Directors

The manner in which directors are elected or appointment is as provided in the ByLaws.

Article V: Duration

The Corporation shall have perpetual existence.

Article VI: Purposes and Powers

6.1 Purposes: The Corporation is organized exclusively for religious, charitable, scientific, literary, and education purposes, all within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time (the "Code") or the corresponding provision of any subsequent federal tax law ("Section 501(c)(3)"), and more specifically, the Corporation is organized and shall be operated to exclusively carry out the following purposes:

- A. To establish a program of support and services to financially indigent cancer patients and the families of cancer patients.
- B. To disseminate information concerning the early detection, prevention and treatment of cancer.
- C. To provide commodities and gifts-in-kind to hospices and other health care providers.
- D. To procure and distribute merchandise to various 501(c)(3) non-profit community service organizations which aid cancer patients and the families of cancer patients.

- E. To financially support cancer research.
- F. To carry on such other activities that are in furtherance of and in support of the foregoing purposes as are lawful and proper or corporations formed under Florida Not for Profit Corporation Act and Section 501(c)(3).
- G. The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock.

6.2 Powers: Subject only to such limitations as now or hereafter are prescribed by law or in the Corporation's Articles of Incorporation, the Corporation shall have all powers which now or hereafter are conferred by law upon a corporation organized for the purposes previously stated in Article VI or are necessary or incidental to the powers so conferred. Specifically, subject only to such limitations, the Corporation may:

- A. Take by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest herein, without limitation as to amount or value, and hold, administer, sell convey, or otherwise dispose of any such property and invest, reinvest, or deal with the principal and the income thereof, all in such manner, as, in the judgment of the officers and/or directors, will further the Corporation's purposes.
- B. Aid, support, and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations which qualify or are treated as qualifying as exempt organizations under Section 501(c)(3) as long as such aid, support or assistance is in furtherance of the Corporation's purposes, and
- C. Engage in any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the Corporation's purposes, either directly or indirectly and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature.

Article VII: Limitations

7.1 All of the purposes and powers of the Corporation shall be carried out and exercised exclusively in such manner that the Corporation shall qualify as an exempt organization under Section 501(c)(3) and that contributions to the Corporation shall be deductible under Section 170(c)(2) of the Code or the corresponding provision of any subsequent federal tax law ("Section 170(c)(2)").

7.2 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 or in opposition to any candidate for public office. 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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

7.3 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation may pay reasonable compensation for services rendered to it and make payments and distributions in furtherance of its purposes. The Corporation is not organized or operated for the benefit or private interests, such as the directors, officers, or other persons controlled directly or indirectly by such private interests.

7.4 Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized, and operated exclusively for such purposes.

7.5 Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2).

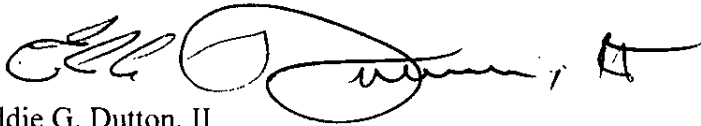
Article VIII: Registered Agent

The name and the Florida street address of the Corporation's registered agent is:

Eddie G. Dutton, II
8353 Lake Drive
J-403
Doral, FL 33166

Acceptance of Appointment

Eddie G. Dutton, II hereby accepts the appointment of Registered Agent in the State of Florida for South Florida Cancer Association, Inc. (the "Corporation"). I understand that as the agent for the Corporation, it will be my responsibility to receive service of process in the name of the Corporation; to forward all mail to the Corporation; and to immediately notify the Office of the Secretary of State in the event of my resignation, or of any changes in the registered office for the Corporation for which I am agent.



Eddie G. Dutton, II
Registered Agent

Article IX: Name and Address of the Incorporator

The name and the Florida street address of the Corporation's incorporator is:

Eddie G. Dutton, II
8353 Lake Drive
J-403
Doral, FL 33166

IN WITNESS THEREOF, the undersigned has signed these Articles of Amendment this 12th day of May, 2008.



Eddie G. Dutton, II
Incorporator


The date of adoption of the amendment(s) was: May 12, 2008

Effective date if applicable: May 12, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature


(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Eddie G. Dutton, II

(Typed or printed name of person signing)

Chief Executive Officer / Executive Director

(Title of person signing)

FILING FEE: \$35