

NO9000001624

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

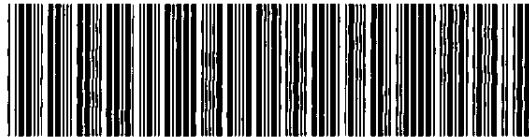
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000143661080

02/17/09--01020--014 **78.75

FILED
2009 FEB 17 A 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 18 2009
D. A. WHITE

LAW OFFICES
IVAN A. GOMEZ, P.A.

COURVOISIER CENTRE II
601 BRICKELL KEY DRIVE • SUITE 507
MIAMI, FLORIDA 33131-2623
(305) 371-9213
TELECOPIER (305) 358-4658

IVAN A. GOMEZ
BOARD CERTIFIED TAX ATTORNEY

February 13, 2009

FEDERAL EXPRESS: 8626 8615 8559

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32301

Re: The Transplant House of Broward, Inc.

Dear Sir/Madam:

We are enclosing herewith the following:

1. An original and one copy of the Articles of Incorporation
2. Affidavit.

In addition, a check in the sum of \$78.75 is enclosed for the following fees:

Filing fee	\$35.00
Certified Copy	\$ 8.75
Registered Agent fee	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the attention of the undersigned.

In order to expedite the delivery of this certified copy to me, we have enclosed a Federal Express return envelope.

Your prompt attention to this matter is appreciated.

Very truly yours,

A handwritten signature in black ink that reads "Ivan A. Gomez" followed by a circled "yr".

Ivan A. Gomez
(Dictated and signed in his absence to avoid delay)

IAG/yr
F:\Transplant-Broward\Filing.L.wpd
Enclosures

**ARTICLES OF INCORPORATION
OF
THE TRANSPLANT HOUSE OF BROWARD, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is THE TRANSPLANT HOUSE OF BROWARD, INC.

ARTICLE II

OFFICE AND MAILING ADDRESS

The initial principal office of the Corporation is located at 701 Southwest 27th Avenue, Suite 704, Miami, Florida 33135, and the mailing address of the Corporation is c/o Ivan A. Gomez, P.A., 601 Brickell Key Drive, Suite 507, Miami, Florida 33131.

ARTICLE III

PURPOSE

The Corporation is organized to operate exclusively for religious, charitable, scientific and/or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or any corresponding provision of any future United States Revenue Law ("Code").

ARTICLE IV

POWERS

The Corporation shall possess and exercise all the powers and privileges granted by Chapters 607

FILED
2009 FEB 17 A 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

and 617 of the Florida Statutes, or by any other law of Florida together will all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.

ARTICLE V

LIMITATIONS

5.1 The Corporation is organized not for profit and no part of the income of said Corporation shall ever be distributed to or enure to the benefit of any member, member of the Board of Directors, Officer or any private individual, provided, however, reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.

5.2 No substantial part of the activities of the Corporation shall be the dissemination of propaganda, lobbying, or other attempts to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign in behalf of any candidate for public office.

5.3 Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (i) by an organization exempt under Section 501(c)(3) of the Code and its Treasury Regulations as they now exist or as they may hereafter be amended, (ii) by an organization contributions to which are deductible under Section 170 of the Code and Treasury Regulations as they now exist or as may be hereafter amended, or (iii) by a not for profit corporation under the laws of the State of Florida as they now exist or may be hereafter amended.

ARTICLE VI

NONSTOCK/NONMEMBERSHIP CORPORATION

The Corporation shall be organized as a nonstock corporation and shall have no members.

ARTICLE VII

TERM OF EXISTENCE

The term for which the Corporation is to exist shall be perpetual.

ARTICLE VIII
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of Board of Directors of the Corporation shall be fixed pursuant to the Bylaws, but shall not be less than three (3) persons.

ARTICLES IX
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have five (5) members of the Board of Directors to hold office until the first meeting of the members and their successors shall have been duly elected and qualified. The following persons shall constitute the initial Board of Directors of the Corporation:

<u>NAME</u>	<u>ADDRESS</u>
Ilene Lieberman	115 S. Andrews Avenue, Room 414 Fort Lauderdale, 33301
Paul Alterman	7850 N.W. 5th Place Plantation, Florida 33324
Scott Helms	515 East Las Olas Boulevard Suite 960 Fort Lauderdale, Florida 333301
Jeffrey Goldstein	3564 W. Fairview Street Coconut Grove, Florida 33131
Ivan A. Gomez	601 Brickell Key Drive, Ste 507 Miami, Florida 33131

ARTICLE X
REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 601 Brickell Key Drive, Suite 507, Miami, Florida 33131, and the name of the initial Registered Agent of the Corporation at that address is IAG CORPORATE SERVICES, INC.

ARTICLE XI
INCORPORATOR

The name and address of the undersigned Incorporator is:

NAME

Ivan A. Gomez, P.A.

ADDRESS

601 Brickell Key Drive
Suite 507
Miami, Florida 33131

ARTICLE XII
BYLAWS

The power to make, alter, amend, repeal or adopt the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE XIII
DISSOLUTION

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all assets of the Corporation to such organization or organizations organized and operated exclusively for religious, charitable, scientific 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 1986, as amended, or any corresponding provision of any future United States Revenue Law ("Code"). Any such asset not so disposed of shall be disposed of by the appropriate Court 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.

ARTICLE XIV
GENERAL

(1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on "undistributed income" imposed by Section 4942 of the

Code.

(2) The Corporation shall not engage in any act of "self-delaying", as defined in Section 4941(d) of the Code.

(3) The Corporation shall not retain any "excess business holdings", as defined in Section 4943(c) of the Code

(4) The Corporation shall not make any investment in such manner as to subject it to tax under Section 4944 of the Code.

(5) The Corporation shall not make any "taxable expenditures", as defined in Section 4945(d) of the Code.

13 IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this day of Feb., 2009.

IVAN A. GOMEZ, P.A.

By: IA, Pres.
Ivan A. Gomez, President
Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the initial Registered Agent of THE TRANSPLANT HOUSE OF BROWARD, INC., as made in the foregoing Articles of Incorporation.

IAG CORPORATE SERVICES, INC.

Date: 2/13/09

By: IAG, Pres.
Ivan A. Gomez, President

FILED
2009 FEB 17 A 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT

FILED

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

2009 FEB 17 AM 11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Before me, the undersigned authority, personally appeared Ivan A. Gomez ("Affiant"), who is personally known to me, who being first duly sworn, deposes and states as follows:

1. Affiant is Vice-President of the Transplant Foundation, Inc., a Florida Non-Profit Corporation ("Foundation").

2. Foundation is the sole member of The Transplant House of Broward, L.L.C., a Florida Limited Liability Company ("Broward, L.L.C").

3. The Foundation and Broward, L.L.C. hereby consent to the use of the name Transplant House of Broward, Inc. in connection with the filing of Articles of Incorporation for a not for Profit

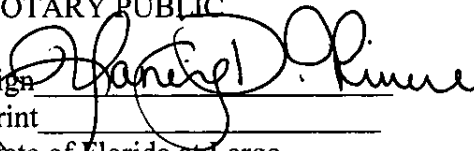
FURTHER AFFIANT SAYETH NOT



IVAN A. Gomez, Affiant

Sworn to and subscribed before me this 13 day of Feb, 2009.

NOTARY PUBLIC

Sign 
Print _____
State of Florida at Large
Commission Serial No: _____
My Commission Expires: _____

