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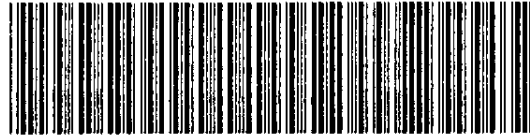
(Business Entity Name)

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Amended

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2011 FEB 25 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/9/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: American Foundation for Children with Cancer Inc.

DOCUMENT NUMBER: N1000 000 0624

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

Please return all correspondence concerning this matter to the following:

Harib Ezaldein
(Name of Contact Person)

American Foundation for Children with Cancer Inc.
(Firm/ Company)

847 W 18th St.
(Address)

Miami, FL. 33010
(City/ State and Zip Code)

haribez@americanfoundationcc.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Harib Ezaldein at (305) 613 4055
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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

FILED

2011 FEB 25 PM 12:12

American Foundation for Children With Cancer Inc. SECRETARY OF STATE
(Name of Corporation as currently filed with the Florida Dept. of State) TALLAHASSEE, FLORIDA

(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:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

The articles have been amended to include additional information requested by the IRS. Purpose, powers limitation, and dissolution provisions clauses were amended. A clause that referred to providing funding to other organisations was removed and we elaborated more on how our organisation will take an unbiased approach to distributing funds to any other entity potentially related to the AFCC.


The date of each amendment(s) adoption: 02-14-2011
(date of adoption is required)

Effective date if applicable: 02-14-2011
(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(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 2/14/2011

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)

Harib Ezaldein
(Typed or printed name of person signing)

President
(Title of person signing)

THE AMERICAN FOUNDATION FOR CHILDREN WITH CANCER
EIN: 27-1616463

ARTICLE I NAME

The name of the not-for-profit organization shall be The American Foundation for Children with Cancer.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address will be 849 W 18th ST, Miami, FL USA.

ARTICLE III PURPOSE

The American Foundation for Children with Cancer is organized exclusively for charitable, religious, educational, and or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV BOARD OF DIRECTORS

Section 1 Election and Duties

- a. The Board of Directors of The American Foundation for Children with Cancer shall manage and conduct the business and property of the organization and this board shall consist of 15 members.
- b. Each member of the Board shall be elected by the members at the annual meeting by majority vote. The members elected in any given year shall equal the number whose terms expire in that year. Each member shall serve a term of two years, or until a successor shall be elected in accordance to Sections 5 and 6.
- c. The Secretary of the Board of Directors shall keep a record of minutes for the meetings and a full account of the transactions.

Section 2 Regular Meetings

The Board of Directors shall meet at times and places that are chosen by the Board of Directors.

THE AMERICAN FOUNDATION FOR CHILDREN WITH CANCER
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Section 3 Special Meetings

Special meetings of the Board of Directors shall be organized according to the consent of the President or by a majority of the Board of Directors. Notice of special meetings shall be given to each member of the Board of Directors at least one week prior to the aforementioned meeting.

Section 4 Notice of Meetings

Notice of every regular meeting shall be given to each member of the Board of Directors, either verbally, in writing, or on the website at least 30 days prior to said meeting.

Section 5 Removal

A member of the Board of Directors may be removed from the office by a vote of the majority of the members in attendance.

Section 6 Vacancies

If any member of the Board of Directors were to pass away, resign, rescind their membership of The American Foundation for Children with Cancer, or be removed by majority vote, a majority of the remaining members of the Board of Directors, may elect a successor to hold office for the unexpired portion of the term of the member of the Board of Directors whose place shall become vacant and until a successor shall have been duly chosen and qualified.

Section 7 Compensation

Members of the Board of Directors shall not receive any compensation for their services.

Section 8 Term Limits

No member of the Board of Directors, save the President, shall serve more than two consecutive terms and shall not be eligible again for election until a period of one year has elapsed.

THE AMERICAN FOUNDATION FOR CHILDREN WITH CANCER

EIN: 27-1616463

ARTICLE VI OFFICERS

Section 1 Election

The officers of The American Foundation for Children with Cancer shall be elected by the members of the Board of Directors at the first meeting of the members of the Board of Directors and bi-annually thereafter.

Section 2 Executive Officers

The Executive Officers of The American Foundation for Children with Cancer shall be a President, a Vice-President, a Secretary, and a Treasurer. Each officer shall hold office for a term of two years. Save the President, officers may serve no more than two (2) consecutive terms and shall not be eligible again for election to the same office until a period of one (1) year has elapsed.

Section 3 President

The President shall preside at all meetings of the members of the Board of Directors; shall have authority to sign and execute in the name of The American Foundation for Children with Cancer all authorized contracts and other instruments. The current president (elected in 2010) is Harib Ezaldein.

Section 4 Vice-President

In the absence of the President, the Vice-President shall perform all the duties of the President, and, when so acting, shall have the powers of the President. The Vice-President shall have authority to sign and execute in the name of The American Foundation for Children with Cancer all authorized contacts and other instruments, if this privilege is consented by the Board of Directors. The vice-president (elected in 2010) is Robert Stine.

Section 5 Secretary

The Secretary shall keep minutes of the meetings of the Members and of the Board of Directors; shall see that all notices are duly given in accordance with the provisions of the bylaws or as

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required by law; shall be the custodian of the records of The American Foundation for Children with Cancer; may sign with the President or Vice-President all instruments executed by The American Foundation for Children with Cancer; and in general, shall perform all duties ordinarily incident to the office of the secretary. The current secretary (elected in 2010) is Zulekha Shaikh.

Section 6 Accounting

The Treasurer shall have charge of and be responsible for all funds, securities, receipts and disbursements of The American Foundation for Children with Cancer and shall deposit or cause to be deposited in the name of The American Foundation for Children with Cancer all monies or other valuable effects in such banks, trust companies or other depositories as shall from time to time be selected by the Board of Directors; shall render to the President of the Board of Directors, whenever requested, an account of the financial condition of The American Foundation for Children with Cancer; and in general shall perform all duties ordinarily incident to the office of a treasurer. The current treasurer (elected in 2010) is Sean Sturgis.

Section 7 Chairman of Outreach

The chairperson of outreach shall be responsible for directing communication and correspondence with similar outside organizations. For a cooperative event, the chairperson of outreach, along with the president, will largely assume correspondence with the other organization(s). Additionally, the chairperson will also be responsible for overseeing the press and suggesting response plans.

Section 8 Compensation

The officers of The American Foundation for Children with Cancer shall not receive any compensation for their services.

Section 9 Removal

The Board of Directors shall have the power at any regular or special meeting to remove any officer by a vote of the majority of

THE AMERICAN FOUNDATION FOR CHILDREN WITH CANCER

EIN: 27-1616463

the members in attendance and such action shall be conclusive on the officer so removed.

Section 10 Power Limitations

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof.

No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation. The organization 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 this document, the organization shall not carry on any other purposes not permitted to be carried on [A] by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or [B] by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 11 Vacancies

The Board of Directors, at any regular or special meeting, shall have the power to fill any vacancy occurring in any office for the unexpired portion of the term.

ARTICLE VI DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government or a state or local

THE AMERICAN FOUNDATION FOR CHILDREN WITH CANCER
EIN: 27-1616463

government for a public purpose. Any such assets not so disposed shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII AFFILIATED AGENCIES

Section 1 Allocation of Funds

The American Foundation for Children with Cancer shall not offer foods services or funds to other organizations. This organization shall focus its services directly towards those patients who have qualified for aid by submitting an online application. Organizations other than American Foundation for Children with Cancer, that receive donations, shall not be related to the American Foundation for Children with Cancer.

ARTICLE VIII NAME AND STREET ADDRESS OF FIRST REGISTERED AGENT

The name and Florida street address of the first registered agent is Harib Ezaldein, 1701 SW 2nd AVE, Fort Lauderdale, FL 33060 USA.

ARTICLE IX NAME AND STREET ADDRESS OF INCORPORATOR

The name and Florida street address of the first registered agent is Harib Ezaldein, 1701 SW 2nd AVE, Fort Lauderdale, FL 33060 USA.