

N10000002542

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Society of Therapeutic Hypothermia Inc.

DOCUMENT NUMBER: N10000002542

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

Please return all correspondence concerning this matter to the following:

Benjamin G. Morris, Esq

(Name of Contact Person)

Allen Dell, P.A.

(Firm/ Company)

202 S. Rome Avenue, Suite 100

(Address)

Tampa, FL 33606

(City/ State and Zip Code)

bmorris@allendell.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Benjamin G. Morris, Esq.

(Name of Contact Person)

at (813) 223-5351

(Area Code & Daytime Telephone Number)

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

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$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

The Society of Therapeutic Hypothermia Inc.

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

N10000002542

(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:

not applicable

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)

not applicable

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

not applicable

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:

not applicable

New Registered Office Address:

(Florida street address)

(City)

Florida

(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

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

(Attach additional sheets, if necessary)

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See attached

[illegible]

ARTICLE III

PURPOSE

Said Corporation is organized exclusively for charitable, religious, educational, and 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 the corresponding section of any future federal tax code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 distributions in furtherance of the purposes set forth in Article III hereof. 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.

The Corporation will primarily engage in the education, discussion and promotion of the proper use of therapeutic hypothermia in the medical setting. Members will converge routinely in schedule meetings to present concepts of and discuss practical indications for hypothermic medicine. Members will assess past research findings in laboratory or clinical experiments using hypothermic medicine, present ongoing research in the field and discuss possible future research ventures.

The differing methods used to induce hypothermia will also be discussed, along with proper procedures of each method in order to provide safe and effective patient treatment. The Corporation will work to stimulate the advancement of technology in the field of therapeutic hypothermia.

The Corporation may engage in any activities deemed appropriate by the Board of Directors to further the stated purposes of its existence.

ARTICLE IV

MANNER OF ELECTION

At the appropriate annual meeting of members where the elections of new directors shall occur, directors shall be elected by the majority vote of the Members, who are present and voting. All membership classes shall have full voting privileges. A director may be removed from office, with or without cause, by a two-thirds (2/3) vote of the Directors then in office or the majority vote of the Members of the Corporation.

ARTICLE VIII

DISSOLUTION OF CORPORATION

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.

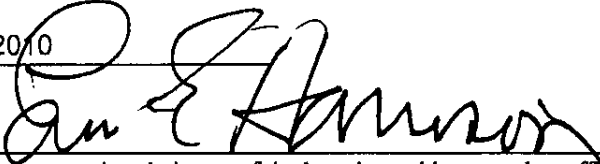
The date of each amendment(s) adoption: March 11, 2010
(date of adoption is required)

Effective date if applicable: _____
(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 March 12, 2010

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)

Eric E Harrison, MD
(Typed or printed name of person signing)

President
(Title of person signing)