

N12000000734

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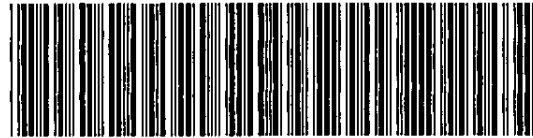
(Business Entity Name)

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*Amended &
Restated*

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TALLAHASSEE, FLORIDA

DR
3/26/12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ActRx Foundation, Inc.

DOCUMENT NUMBER: N12000000734

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

Please return all correspondence concerning this matter to the following:

Robert H. Barron
(Name of Contact Person)

ActRx Foundation, Inc.
(Firm/ Company)

4094 State Road 7, Suite L-173
(Address)

Lake Worth, FL 33449
(City/ State and Zip Code)

rob.barron73@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Richard F. Beluzynski at (347) 757-0720
(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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ActRx Foundation, Inc.,

Amended and Restated Nonprofit Articles of Incorporation

In Compliance with Chapter 617, F.S., (Not for Profit)

Article I Name

The name of the corporation shall be: ActRx Foundation, Inc.

Article II Principal Office

The principal street address is 4095 State Road 7, Suite L173, Lake Worth, FL 33449.

The principal mailing address is 4095 State Road 7, Suite L173, Lake Worth, FL 33449.

Article III Purpose

The corporation is organized exclusively for charitable, 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.

With a primary focus on saving lives, the ActRx Foundation, Inc., is dedicated to fostering medical research, development, education and study, as well as cultivating global, humanitarian distribution for medicines, therapies, remedies and treatments relating to widespread infectious diseases and other human illness.

Article IV Manner of Election

The manner in which the directors are elected or appointed is provided in the bylaws of the corporation.

Article V Directors and/or Officers

Robert H. Barron – President/Director – 4095 State Road 7, Suite L173, Lake Worth, FL 33449

Kirk Seubert – Vice President/Director – 43-20 203rd Street, Bayside, NY 11361

Patrick DiSalvo – Treasurer/Director – 1760 N. Jog Road, Suite 150, West Palm Beach, FL, 33411

Richard F. Belczynski – Secretary/Director – 141-30 Pershing Crescent, Suite BA, Briarwood, NY 11435

Dr. Carlos Labarere – Director – 14737 Macduff Drive, Noblesville, IN 46062

Article VI Limitations

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, 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, 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.

Article VII Dedication of Assets

Upon the dissolution, termination, or winding up 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.

Article VIII Initial Registered Agent and Street Address

The name and Florida Street address of the registered agent is: Rob Barron – 4095 State Road 7, Suite L173, Lake Worth, FL 33449.

Article IX Incorporator

The name and address of the Incorporator is: Richard F. Belczynski – 141-30 Pershing Crescent Suite BA, Briarwood, NY 11435.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature of Registered Agent Robert H. Barron:



Date 03/20/12

Signature of Incorporator Richard F. Belczynski:



Date 03/20/12

The date of each amendment(s) adoption: 03/20/12

Effective date if applicable: 03/20/12
(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 03/20/12

Signature [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)

Robert H Barron
(Typed or printed name of person signing)

Chairman & President
(Title of person signing)