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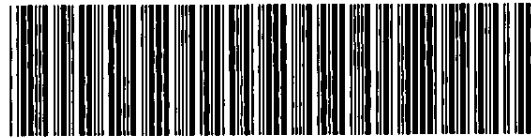
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. The Lampidis Foundation, Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS

☐ Profit
☒ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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Examiner's Initials

ARTICLES OF INCORPORATION
OF
THE LAMPIDIS FOUNDATION, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a not for profit corporation under the laws of the State of Florida.

ARTICLE I
NAME and PRINCIPAL OFFICE

The name of this corporation shall be The Lampidis Foundation, Inc. and the principal place of business and mailing address of this corporation shall be:

201 South Biscayne Boulevard, 22nd Floor
Miami, Florida 33131

ARTICLE II
PURPOSES and POWER

The purposes for which The Lampidis Foundation, Inc. is organized are:

A. Exclusively charitable, scientific, literary and educational within the meaning of §501(c) (3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Laws) (Hereinafter "the Code"), and notwithstanding any other provision of these Articles of Incorporation, The Lampidis Foundation, Inc. shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Code §501 (c)(3), contributions to which are deductible for federal and state income, gift and estate tax purposes.

B. Any and all purposes set forth in the By-Laws of The Lampidis Foundation, Inc.

C. The Lampidis Foundation, Inc. is a not-for-profit corporation organized pursuant to the Florida Not-For-Profit Act, and is created, organized and shall be operated exclusively for educational, charitable, scientific, literary and civic purposes.

D. In furtherance of its corporate purposes, The Lampidis Foundation, Inc. shall have all the general powers enumerated in F.S. 617.0302 of the Not-For-Profit Corporation Law, together with the power to solicit grants and contributions for the corporate purposes. Nothing herein shall authorize this corporation directly or indirectly, to engage in or include among its purposes, any of the activities mentioned in Not-For-Profit Corporation Law, §617.0505.

E. No part of the net earnings of The Lampidis Foundation, Inc. shall inure to the benefit of any member, trustee, director, officer of The Lampidis Foundation, Inc. or any private

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individual (except that reasonable compensation may be paid for services rendered to or for The Lampidis Foundation, Inc.), and no member, trustee, officer of The Lampidis Foundation, Inc. or any private individual shall be entitled to share in the distribution of the corporate assets on dissolution of The Lampidis Foundation, Inc.

ARTICLE III **MEMBERSHIP**

The Lampidis Foundation shall have no capital stock. The Lampidis Foundation, Inc. shall have members with such rights as provided in the By-Laws of The Lampidis Foundation, Inc.

ARTICLE IV **INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this corporation shall be at 201 S. Biscayne Boulevard, 22nd Floor, Miami, Florida 33131, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Lawrence A. Kellogg, Esq.

ARTICLE V **INITIAL DIRECTORS**

The number of directors may be increased or decreased.

The name and address of the initial directors of the corporation, who shall hold office for the first year or until a successor is duly elected and qualified as described in the By-Laws of The Lampidis Foundation, Inc. shall be:

| <u>Name</u> | <u>Address</u> |
|-----------------------------------|---|
| Anthony Merlino President | 201 South Biscayne Boulevard, 22 nd Floor Miami, FL 33131 |
| Daniel Kurzweil Vice-President | 201 South Biscayne Boulevard, 22 nd Floor Miami, FL 33131 |
| Dr. Gary Merlino Secretary | 201 South Biscayne Boulevard Miami, FL 33131 |
| Charles Strauss Board Member | 201 South Biscayne Boulevard, 22 nd Floor Miami, FL 33131 |

Leonard Weiss, DMD
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

Charles Strauss
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

Julien Lampidis
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

Alexandro De Valle, D.O.
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

Alex Glasser
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

Mary Saiz
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

Rees Gherman
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

Pete Michalos
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

Fei Tang
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

Mark Phillips
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

George Guevara
Board Member

201 South Biscayne Boulevard, 22nd Floor
Miami, FL 33131

ARTICLE VI **INCORPORATOR**

The name and address of the Incorporator is Lawrence A. Kellogg, Esq., 201 South Biscayne Boulevard, 22nd Floor, Miami, Florida 33131.

ARTICLE VII
DIRECTOR CONFLICT OF INTEREST

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that such director or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if such director were not such a director or officer of such other corporation, or not so interested.

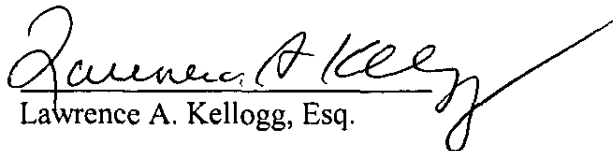
ARTICLE VIII
NO DIRECTOR LIABILITY

The private property of the directors shall not be subject to payment of the corporate debts in any extent.

ARTICLE IX
INDEMNIFICATION

This corporation shall indemnify its officers, directors and employees to the fullest extent permitted by law, either now or hereafter in effect.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a non-profit corporation under the provisions of Chapter 617 of the Florida Statutes have executed these Articles of Incorporation this 28 day of September, 2012.

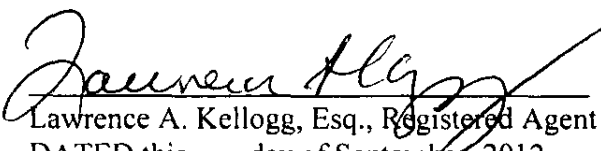

Lawrence A. Kellogg, Esq.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of the State of Florida, the following is submitted: The Lampdis Foundation, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 201 South Biscayne Boulevard, 22nd Floor, Miami, Florida 33131, has named Lawrence A. Kellogg, Esq., 201 South Biscayne Boulevard, 22nd Floor, Miami, Florida 33131, County of Miami-Dade, State of Florida, as its statutory Resident Agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named the statutory Resident Agent to accept service of process for the above corporation, at the place designated in this certificate, I hereby acknowledge that I am familiar with the obligations imposed upon a Registered Agent by Section 607.0505 of the Florida Statutes and I agree to accept the same and to act as Registered Agent, and to comply with the provisions of Florida law relative to keeping the registered office open.



Lawrence A. Kellogg, Esq., Registered Agent
DATED this ____ day of September, 2012.

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