

N1200001914

(Requestor's Name)

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☐ PICK-UP

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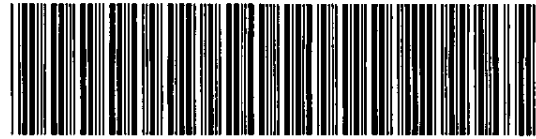
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

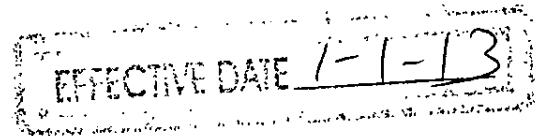
Special Instructions to Filing Officer:

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DIVISION OF CORPORATIONS
DEC 26 PM 2:06

Ps 10/21/12



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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12 DEC 26 PM 1:13

REGISTRATION SECTION

October 25, 2012

BROOKE LAM
2601 S BAYSHORE DR, #1450
COCONUT GROVE, FL 33313-3

SUBJECT: RFTSF, INC.
Ref. Number: W12000054712

We have received your document for RFTSF, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Pamela Smith
Regulatory Specialist II

Letter Number: 412A00026241

Per "ruby" at this number, our filing will not be considered abandoned, if received with this letter, even if over 60 days. Thank you!

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: RFTSF, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Brooke Lam
Name (Printed or typed)

2601 S. Bayshore Dr. #1450
Address

Coconut Grove, Fl. 33133
City, State & Zip

305-278-0558
Daytime Telephone number

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

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation

ARTICLE I NAME



The name of the corporation shall be **RFTSF, Inc.** (hereinafter, "Corporation").

ARTICLE II PRINCIPAL PLACE AND MAILING ADDRESS OF BUSINESS

The principal place of business address is:

2601 S. Bayshore Drive, #1450
Coconut Grove, FL. 33133

The mailing address of the corporation is:

2601 S. Bayshore Drive, #1450
Coconut Grove, FL. 33133

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STATE
SECRETARY OF CORPORATIONS
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ARTICLE III OFFICERS AND/OR DIRECTIONS

This corporation shall be governed by its board of directors.

The names and Florida street addresses of the Corporation's officers and/or directors are:

Title: Director
Brooke Bloom Lam
2601 S. Bayshore Drive, #1450
Coconut Grove, FL. 33133

Title: Director
Michael Epstein
2601 S. Bayshore Drive, #1450
Coconut Grove, FL. 33133

Title: Director
Jamie Epstein Kolnick
2601 S. Bayshore Drive, #1450
Coconut Grove, FL. 33133

ARTICLE IV
ELECTION OR APPOINTMENT OF DIRECTORS

The manner in which directors are elected or appointed is as provided in the ByLaws.

ARTICLE V
DURATION

The Corporation shall have perpetual existence.

ARTICLE VI
PURPOSES AND POWERS

6.1 Purposes: This Corporation is organized exclusively for charitable, educational, and scientific purposes as defined under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

- A. More specifically, the Corporation is organized and shall be operated to support and make 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, that are focused on cancer research, cancer patient programs and support, and other cancer related purposes and prevention programs, as well as other select qualifying organizations supporting people suffering from life's burdens.
- B. The Corporation will be operated to create in house programming for the prevention of cancer as well as support programs for cancer patients, their families, and survivors.
- C. The Corporation will be operated to carry on such other activities that are in furtherance of an in support of the foregoing purposes as are lawful and proper of corporations formed under Florida Not for Profit Corporation Act and Section 501(c)(3).
- D. The Corporation is not organized for profit, it shall have no capital stock and shall not be authorized to issue capital stock.

6.2 Powers: Subject only to such limitations as now or hereafter are prescribed by law or in the Corporation's Articles of Incorporation, the Corporation shall have all powers which now or hereafter are conferred by law upon a corporation organized for the purposes previously stated in Article VI, Section 6.1, or are necessary or incidental to the powers so conferred. Specifically, subject only to such limitations, the Corporation may:

- A. Take by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest herein, without limitation as to amount or value, and hold, administer, sell convey, or otherwise dispose of any such property and invest, reinvest, or deal with the principal and the income thereof, all in such

manner, as, in the judgment of the officers and/or directors, will further the Corporation's purposes.

- B. Aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations which qualify or are treated as qualifying as exempt organizations under Section 501(c)(3) as long as such aid, support, or assistance is in furtherance of the Corporation's purposes, and
- C. Engage in any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the Corporation's purposes, either directly or indirectly and either along or in conjunction or cooperation with others, whether such others are persons or organizations of any kind or nature.

ARTICLE VII

LIMITATIONS

7.1 All of the purposes and powers of the Corporation shall be carried out and exercised exclusively in such manner that the Corporation shall qualify as an exempt organization under Section 501(c)(3) and that contributions to the Corporation shall be deductible under Section 170(c)(2) of the Code or the corresponding provision of an subsequent federal tax law.

7.2 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 any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, 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.

7.3 No part of the net earnings of said 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 VI.

7.4 Upon termination or dissolution of the corporation, any assets lawfully available for distribution within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

- A. The organization to receive the assets of this corporation hereunder shall be selected by the discretion of a majority of the managing body of the corporation and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the corporation by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.
- B. In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

7.5 Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as an organization described by 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 VIII

PERSONAL LIABILITY

No officer or director of this corporation shall be personally liable for the debts or obligations of the corporation of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE IX

AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE X

APPOINTMENT OF REGISTERED AGENT

The name and Florida street address of the Corporation's registered agent of is:

Burt R. Bloom
2601 S. Bayshore Drive, #1450
Coconut Grove, FL. 33133

ACCEPTANCE OF APPOINTMENT

Burt R. Bloom, hereby accepts the appointment of Registered Agent in the State of Florida for RFTSF, Inc. (the "Corporation"). I understand that as the agent for the Corporation, it will be my responsibility to receive service of process in the name of the Corporation; to forward all mail to the Corporation; and to immediately notify the Office of the Secretary of State in the event of my resignation, or of any changes in the registered office for the Corporation for which I am agent.

X Burt R. Bloom
Burt R. Bloom
Registered Agent

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ARTICLE XI EFFECTIVE DATE

The Corporation and these Articles of Incorporation shall have an effective date of January 1, 2013.

ARTICLE XII INCORPORATOR

The incorporator of the corporation is as follows:

Brooke Bloom Lam
2601 S. Bayshore Drive, #1450
Coconut Grove, FL. 33133

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

I, the undersigned, do hereby certify that the above stated Articles of Incorporation of this Corporation were approved by the board of directors on October 6, 2012 and constitute a complete copy of Articles of Incorporation of the Corporation.

Brooke Bloom Lam
2601 S. Bayshore Drive, #1450
Coconut Grove, FL. 33133

X Brooke Bloom Lam