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(Requestor's Name)

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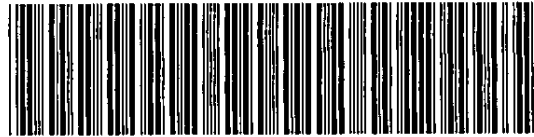
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

**Charlotte Fight Cancer, Inc.**

THE UNDERSIGNED, as incorporator and on behalf of a not-for-profit, non-stock corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

### ARTICLE I NAME

Section 1.1. The name of the Corporation shall be Charlotte Fight Cancer, Inc., (the "Corporation").

### ARTICLE II DURATION

Section 2.1. The Corporation shall have perpetual existence unless dissolved pursuant to law.

### ARTICLE III NON-STOCK CORPORATION

Section 3.1. The Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act and may issue certificates of Membership.

### ARTICLE IV PURPOSE

Section 4.1. The purpose for which the Corporation is organized is for transacting any and all lawful business for which corporations may be incorporated under the Florida Not for Profit Corporation Act. The corporation is organized exclusively for charitable, religious, educational, literary or scientific purposes, including, to distribute the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, educational, literary or scientific purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto, as they now exist or as they may hereafter be amended.

Section 4.2. The purpose of this organization is for providing aide, respite care, hospital and nursing home sittings, and representative to clients who have been diagnosed with cancer, in addition to services such as accompanying and taking clients to medical appointments and shopping, distributing meals to cancer clients, and providing Cancer Awareness to families of cancer clients, as well as conducting seminars and workshops to heighten awareness.

Section 4.3. The Corporation shall have the power, either directly or indirectly, wither alone on in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and

accomplishment, fostering or attainment of any or all of the purposes for which a Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501 (c)(3) of the Internal Revenue Code of 1986 and the regulations thereunder as the same now exist or as they may be hereinafter from time to time.

## **ARTICLE V** **LIMITATIONS**

Section 5.1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, any Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no Director or Officer of the Corporation or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

Section 5.2. 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 or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 5.3. The Corporation shall distribute its income for each taxable year at such time and in such manners not to become subject to tax undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 5.4. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 5.5. The Corporation shall not retain any excess business holdings as defined in Section 4943© of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 5.6. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 5.7. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 5.8. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

## **ARTICLE VI** **DISSOLUTION**

Section 6.1. Upon the dissolution of the Corporation, The Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of

the Corporation, exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, educational, literary or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the court having proper jurisdiction in the country where 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 VII** **MEMBERS**

Section 7.1. This Corporation shall have a membership consisting of the Board of Directors of the Corporation serving from time to time.

## **ARTICLE VIII** **DIRECTORS**

Section 8.1. The affairs of the Corporation shall be governed by a Board of Directors (hereinafter referred to as the "Board"), subject to the restriction that, except as specifically set forth to the contrary in the Bylaws, the exercise of any powers or actions of the Board shall require the approval thereof by a majority vote of the Board present at a meeting at which a quorum of no less than two (2) Directors are present. The affirmative vote of at least two (2) Directors shall be necessary for all corporate action requiring a vote of the Board, including, but not limited to the following:

8.1.1. Approval of charitable gifts, transfers, distributions and grants by the Corporation to other entities.

8.1.2. Adoption of an amendment to the Articles of Incorporation or the Bylaws.

8.1.3. Organization of a subsidiary or affiliate by the Corporation.

8.1.4. Approval of any merger, consolidation or sale or other transfer of all or a substantial part of the assets of the Corporation.

Section 8.2. The initial Board of Directors shall consist of the following members elected in accordance with this Section 8.2 and the Bylaws:

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TALLAHASSEE, FLORIDA

NAME	TITLE	ADDRESS
Pertrisher Carter	President/CEO	6468 French Angel Terrace, Margate, Florida 33063
Debbie Reinish	Secretary	8831 Creston Lane, Boynton Beach, Florida 33472
Daniella Agudelo	Treasurer	6922 SW 19 Manor, North Lauderdale, Florida 33068
Tartarus Brown	Assistant Treasurer	6468 French Angel Terrace, Margate, Florida 33063
Okon Okpoyo	Director	1105 South Loop Boulevard, Lehigh Acres, Florida 33936
Shonta Howard	Director	216 NW 28 Avenue, Fort Lauderdale, Florida 33311
David Carter	Director	2750 Forest Hill Boulevard, Apt. 206 Coral Springs, Florida 33065

Section 8.3. The term of office of an elected Director shall be one (1) year and shall expire, regardless of whether or not a successor shall have been duly elected and qualified. The terms of elected Directors shall be staggered so that no elected Director's term expires less than one (1) month before the expiration of the next elected Director.

## **ARTICLE IX**

### **ADDRESS**

Section 9.1. The Street Address of the principal office of this corporation in the State of Florida shall be:  
8400 N. University Drive, Suite 315  
Tamarac, Florida 33321

The Board may, from time to time, move its principal office in The State of Florida to another place in this State.

## **ARTICLE X**

### **REGISTERED AGENT AND REGISTERED OFFICE**

Section 10.1. The Registered agent and registered office of the Corporation shall be:

Tartarus Brown  
6468 French Angel Terrace  
Margate, Florida 33063

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**14 APR 25 PM 3:00**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE XI**  
**AMENDMENT**

Section 11.1. These Articles of Incorporation may be amended in the manner and with the vote provided by law.

**ARTICLE XII**  
**BYLAWS**

Section 12.1. The Board of Directors of this Corporation shall adopt Bylaws for the government of the Corporation which shall be subordinate only to the Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by the Board of Directors.

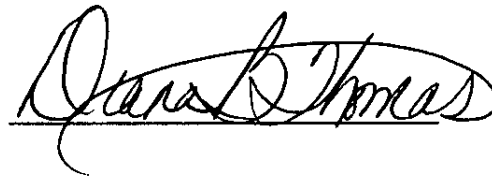
**ARTICLE XIII**  
**INCORPORATOR**

Section 13.1. The name and address of the Incorporator of this Corporation are as follows:

Diana Broadbelt-Thomas  
164 N. Powerline Road  
Pompano Beach, Florida 33069

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 21<sup>st</sup> Day of April, 2014.

**INCORPORATOR**



**FILED**  
14 APR 25 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Section 48.091 and Section 607.0501(3), Florida Statutes, the following is submitted in compliance with said Sections:

Charlotte Fight Cancer, Inc., desiring to organize under the laws of the State of Florida with its principle office as indicated in the Certificate of Incorporation, at the City of Margate, County of Broward, State of Florida, has named Tartarus Brown, located at 6468 French Angel Terrace, Margate, Florida 33063 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relating to keeping open said office.

Date 4/21/14

Registered Agent Tartarus Brown

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14 APR 25 PM 3:01  
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TALLAHASSEE, FLORIDA

April 21, 2014.

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TALLAHASSEE, FLORIDA

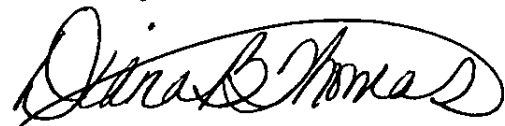
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Sirs:

Enclosed please find an original and one (1) copy of the *Articles of Incorporation* for **Charlotte Fight Cancer, Inc.** and a check for \$87.50 (Eighty seven dollars and Fifty cents) as payment for the Filing Fee, Certified Copy and Certificate of Incorporation.

Please expedite the Certificate of Incorporation to the following address:  
Clerical Haven, Incorporated, Attention: Diana Broadbelt-Thomas, 164 N.  
Powerline Road, Pompano Beach, Florida 33069.

Sincerely,

A handwritten signature in cursive script, appearing to read "Diana B Thomas", enclosed within a large, loopy oval flourish.

Diana Broadbelt-Thomas, Incorporator



April 21, 2014

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

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14 APR 25 PM 2:42  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

Dear Sirs:

Enclosed please find an original and one (1) copy of the *Articles of Incorporation* for **Charlotte Fight Cancer, Inc.** and a check for \$87.50 (Eighty seven dollars and Fifty cents) as payment for the Filing Fee, Certified Copy and Certificate of Incorporation.

Please expedite the Certificate of Incorporation to the following address:  
Clerical Haven, Incorporated, Attention: Diana Broadbelt-Thomas, 164 N.  
Powerline Road, Pompano Beach, Florida 33069.

Sincerely,

A handwritten signature in cursive script, reading "Diana B. Thomas".

Diana Broadbelt-Thomas, Incorporator