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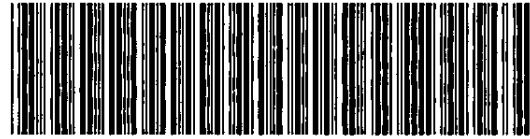
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NI 4-62009

UND 10/29

COVER LETTER

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

SUBJECT: LUNG TRANSPLANT FOUNDATION of FLORIDA
(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: **JEFF GOLDSTEIN**
Name (Printed or typed)

7690 SW 54th AVE
Address

MIAMI, FL. 33143
City, State & Zip

786-348-0210
Daytime Telephone number

JEFFCRI@AOL.COM
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 10, 2014

JEFF GOLDSTEIN
7690 S.W. 54TH AVE.
MIAMI, FL 33143

SUBJECT: LUNG TRANSPLANT FOUNDATION OF FLORIDA, INC.
Ref. Number: W14000062009

We have received your document for LUNG TRANSPLANT FOUNDATION OF FLORIDA, 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):

Submit one (1) completed set of Articles of Incorporation.

The name of the entity must be identical throughout the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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 the corrected original and one copy of 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.

Maryanne Dickey

Regulatory Specialist II
New Filing Section

Letter Number: 014A00021759

ARTICLES OF INCORPORATION
OF
LUNG TRANSPLANT FOUNDATION OF FLORIDA, INC.

FILED
14 OCT 27 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers, desiring to form a corporation not for profit under Chapter 617.0202, F.S., of the General Statutes of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be LUNG TRANSPLANT FOUNDATION OF FLORIDA, INC., which is hereinafter referred to as the "Corporation." The effective date of the Corporation shall be January 1, 2015.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the LUNG TRANSPLANT FOUNDATION OF FLORIDA, INC. is: 7690 SW 54th AVE, Miami, Fl. 33143

ARTICLE III

PURPOSE

The object and purpose of the corporation shall be to facilitate for the benefit of the general public; the procurement from and distribution to the general public of human lungs together with the establishment and operation for the benefit of the general public of any and every type of scientific, technical, or research facility designed to assist in the care, treatment, rehabilitation, reconstruction, and cure of the human body by the medical profession; to increase or improve scientific and technical knowledge for the benefit of humanity and the assistance of the medical Profession; to advance and diffuse knowledge and understanding on the part of the general public of the procurement and dissemination of human organs and of the care treatment, rehabilitation, reconstruction, and cure of the human body; and to do all lawful acts incidental to the accomplishment of said charitable, educational and scientific purposes.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. Election of the Board of Directors. Except for the first Board of Directors, the Board of Directors of the Corporation shall be selected by the incumbent Board of Directors at the annual meeting of the Board of Directors of the Corporation.

Section 2. Duration of Office. Members elected to the Board of Directors shall hold office until the next succeeding annual meeting of the Board of Directors, and thereafter until qualified successors are duly elected and have taken office.

Section 3. Vacancies. If a Director shall for any reason cease to be a Director, the Board of Directors at a special meeting called for such purpose may elect a successor to fill the vacancy for the balance of the unexpired term.

Section 4. Management by Directors. The property and affairs of the Corporation shall managed by a Board of Directors consisting of not fewer than three (3) members of the Corporation, the exact number to be determined from time to time in accordance with the By-Laws. A majority of the Board of Directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings of Directors, including an annual meeting.

ARTICLE V

ORIGINATING BOARD OF DIRECORS

The name and addresses of the first Board of Directors of the Corporation who shall hold office until qualified successors are duly elected and have taken office, shall be as follows:

Jeff Goldstein
7690 SW 54th AVE
Miami, Fl. 33143

Jennifer Reineri Goldstein
15541 SW 54th AVE
Miami, Fl. 33157

Jeffrey Feldman
2 South Biscayne Blvd
30th Floor
Miami, Fl. 33131

ARTICLE VI

REGISTERED AGENT

The Registered Agent of the Corporation at the time of this incorporation shall be:

Jeffrey R. Goldstein, at 7690 SW 54th AVE, Miami, Fl. 33143

ARTICLE VII

ORIGINAL INCORPORATOR

The Original Incorporator of the LUNG TRANSPLANT FOUNDATION OF FLORIDA, *INC.*
shall be: Jeffrey R. Goldstein, 7690 SW 54th AVE, Miami, Fl. 33143

ARTICLE VIII

NON-PROFIT

(A) The corporation is not organized for profit, and no part of the net earnings, if any, shall inure to the benefit of any individual person, firm or corporation not exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.

(B) Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal

income taxes under Section 501 (c)(3) of the Internal Revenue Service Code of 1986 or the corresponding provision of any future U.S. Internal Revenue Law.

ARTICLE IX

MEMBERS

The Board of Directors shall have full discretionary power in the admitting or expelling of Members as prescribed by the By-Laws of the Corporation. A person must be at least 18 years of age, a citizen of the United States of America, and make proper application to the Board of Directors in order to qualify for membership in the Corporation.

ARTICLE X

CORPORATE EXISTENCE

The Corporation shall become effective January 1, 2015 and shall have perpetual existence.

ARTICLE XI

CAPITAL STOCK

The Corporation shall have no capital stock.

ARTICLE XII

OFFICERS

Section 1. Officers Provided For. The Corporation shall have a president, one or more vice-presidents, a secretary, a treasurer and such other officers as the Board of Directors may, from time to time, elect.

Section 2. Election and Appointment of Officers. The officers of the Corporation, in accordance with any applicable provisions of the By-Laws, shall be elected by the Board of Directors for terms of two (2) years and until qualified successors are duly elected and have taken office. The By- Laws may provide for the method of voting in the election, for the removal from office of officers, for filling vacancies and for the duties of the officers. If any office shall become vacant for any reason, the Board of Directors may elect or appoint any individual to fill such vacancy.

Section 3. First Officers. The names and addresses of the first officers of the Corporation who shall hold office until the annual meeting of Directors or until successors are duly elected and shall have taken office shall be as follows:

<u>Office</u>	<u>Name</u>	<u>Addresses</u>
President	Jeff Goldstein	7690 SW 54 th AVE. Miami, Fl. 33143
Secretary	Jenni Reineri Goldstein	15541 SW 79 th AVE Miami, Fl. 33157

ARTICLE XIII

BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation.

Such By-Laws may be altered, amended or repealed only by the Board of Directors.

ARTICLE XIV

AMENDMENTS

Amendments to these Articles of Incorporation may be adopted only by the Board of Directors pursuant to notice of a meeting, whether annual or special, for such purpose. Any such amendment must be approved by not less than two-thirds (2/3) of those voting at a meeting at which a quorum is present.

ARTICLE XV

SUBSCRIBERS

The name and residence addresses of the subscribers to these Articles of Incorporation are:

Jeff Goldstein
3564 W. Fairview St.
Miami, FL 33133

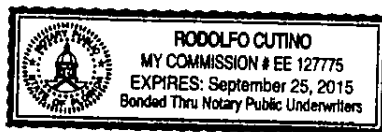
Jenni Reineri Goldstein
15541 SW 79th AVE
Miami, Fl. 33157


ARTICLE XVI

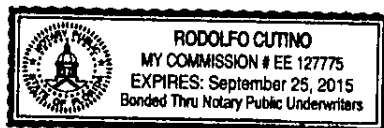
DISTRIBUTION OF ASSETS ON DISSOLUTION

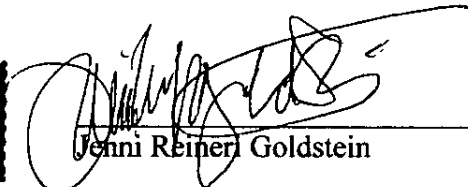
Upon dissolution of the Corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to such organization or organizations which are qualified for exemption under Section 501 (c)(3) if the Internal Revenue Code of 1986, as amended, and which are engaged in activities similar to the activities of this Corporation or in such other manner as fulfills the purposes set forth in these Articles as the Board of Directors holding office immediately prior to such dissolution may determine by a majority thereof, or to the Federal Government, or to a state or local government, for a public purpose; and, none of the assets will be distributed to any member, officer or trustee of this Corporation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 23rd day of October, 2014 for the purpose of forming this Corporation not for profit under the laws of the State of Florida




Jeff Goldstein




Jenni Reiner Goldstein

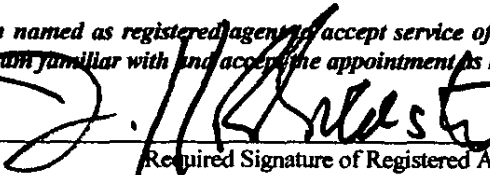
STATE OF FLORIDA)

COUNTY OF DADE) SS:

FILED
14 OCT 27 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
14 OCT 27 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

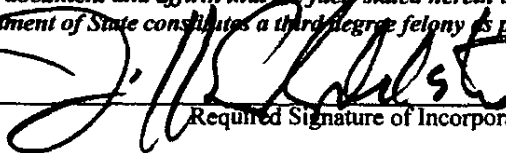


Required Signature of Registered Agent

Oct 23, 2014

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s 817.155, F.S.



Required Signature of Incorporator

Oct 23, 2014

Date

I HEREBY CERTIFY that on this day personally appeared before me, Jeffrey R. Goldstein and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Miami, said County and State, this 23rd, Day of October, 2014.

Rodolfo Cutino

Notary Public

My Commission Expires:

9-25-2015



STATE OF FLORIDA)

COUNTY OF DADE) SS.:

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CLERK OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day personally appeared before me, Jenni Reineri Goldstein and acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Miami, said County and said State, this 23rd, Day of October, 2014.

Rodolfo Cutino

Notary Public

My Commission Expires:

9-25-2015

