

N15000008452

(Requestor's Name)

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(Business Entity Name)

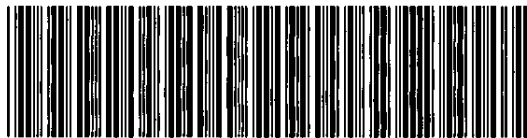
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SECRETARY OF STATE
WASHINGTON, DC 20520

9/3/15

State Information Bureau

Requester's Name

842 E. Park Ave. Suite B

Address

Tallahassee FL 561-3990

City/State/Zip

Phone #

Office Use Only

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

1. Florida Medical Discovery Institute of Lake Nona, Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

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☒ Certified Copy

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☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

Examiner's Initials

ARTICLES OF INCORPORATION
OF
FLORIDA MEDICAL DISCOVERY INSTITUTE AT LAKE NONA, INC.

ARTICLE I
NAME

The name of this corporation is Florida Medical Discovery Institute at Lake Nona, Inc.

ARTICLE II
PRINCIPAL OFFICE

The corporation's principal business office is located at 6400 Sanger Road, Orlando, Florida 32827.

ARTICLE III
PURPOSE

A. This corporation is a nonprofit corporation and is not organized for the private gain of any person. It is organized for charitable purposes under Chapter 617 of the Florida Statutes.

B. The specific purpose of this corporation is to own and operate medical research facilities and an institute in the State of Florida.

ARTICLE IV
TAX EXEMPT STATUS

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The corporation is authorized to engage only in activities consistent with the corporation's status as an organization described in Section 501(c)(3), and exempt from federal income tax under Section 501(a), of the Internal Revenue Code.

B. 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(a) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

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FLORIDA

D. The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE V ELECTION OF DIRECTORS

The members of the Board of Directors of this corporation shall be elected from time to time in accordance with procedures set forth in the Bylaws for this corporation.

ARTICLE VI INITIAL DIRECTORS

| | |
|--------------------------|---|
| Perry Nisen, M.D., Ph.D. | 10901 North Torrey Pines Road La Jolla, CA 92037 |
|--------------------------|---|

| | |
|-----------------------------|---|
| Kristina Vuori, M.D., Ph.D. | 10901 North Torrey Pines Road La Jolla, CA 92037 |
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| Gary Chessum | 10901 North Torrey Pines Road La Jolla, CA 92037 |
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ARTICLE VII REGISTERED AGENT

The name and address in the State of Florida of this corporation's initial registered agent for service of process is C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is: Knox Bell, 4365 Executive Drive, Suite 1100, San Diego, California 92121.

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.

C T Corporation System

By: CEU dt
Elizabeth Karnuth, Asst. Secretary

September 1, 2015
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.

Knox Bell
Knox Bell

September 1, 2015
Date