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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Not To Be Forgotten, Inc.**  
4400 North Federal Highway  
Suite 210  
Boca Raton, FL 33431  
(561) 717-0017  
[kathryn@ntbf1.org](mailto:kathryn@ntbf1.org)

August 11, 2017

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

Re: Filing of new Nonprofit Articles of Incorporation for Not To Be Forgotten, Inc.

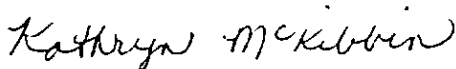
To Whom It May Concern:

Enclosed are Articles of Incorporation to be filed for a new nonprofit, Not To Be Forgotten, Inc. and a check for \$87.50 to cover the following:

Filing fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

Should you have any questions concerning this matter, please feel free to contact me at (561) 717-0017, extension 7 or at [kathryn@ntbf1.org](mailto:kathryn@ntbf1.org).

Sincerely,



Kathryn McKibbin  
Director of Operations and Development  
Not To Be Forgotten  
(561) 717-0017  
[kathryn@ntbf1.org](mailto:kathryn@ntbf1.org)

## ARTICLES OF INCORPORATION

The undersigned citizens of the United States, desiring to form a not for profit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, certify and acknowledge the following:

### ARTICLE I. NAME

The name of the Corporation Not for Profit shall be Not To Be Forgotten, Inc.

### ARTICLE II. DURATION

The duration of the Corporation shall be perpetual.

### ARTICLE III. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation shall be:

4400 N. Federal Highway  
Suite 210  
Boca Raton, FL 33431  
(561) 717-0017  
[kathryn@ntbf1.org](mailto:kathryn@ntbf1.org)

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### ARTICLE IV. PURPOSE

The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as may be amended.

The purpose for which the corporation is organized is to provide unbiased scientific validation to innovations in an effort to unlock medical miracles that hold the promise of improving the human condition around the world.

### ARTICLE V. ELECTION OF DIRECTORS

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of directors be fewer than three.

### ARTICLE VI. POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of Section 501(c)(3) of the Internal Revenue Code, as may be amended:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private interests. However, the Corporation shall be authorized and empowered to pay a reasonable flat salary for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article IV.
2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.

3. Only an insubstantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of Section 501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of Section 501(h) of the internal Revenue Code, as may be amended.
4. In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of Section 501(c)(3) of the Internal Revenue Code as may be amended.
5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines within Revenue Procedure 92-59, 1992-2C.B. 411-12, as may be amended, superseded or modified. The bylaws of the Corporation shall adopt these provisions accordingly.

#### ARTICLE VII.

##### MEETINGS

1. After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes as amended.
2. The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of many means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree.

#### ARTICLE VIII.

##### INCORPORATOR

The name, address, phone number and e-mail of the Incorporator is:

Kathryn McKibbin  
4400 N. Federal Highway  
Suite 210  
Boca Raton, FL 33431  
(561) 717-0017 extension 7  
[kathryn@ntbr1.org](mailto:kathryn@ntbr1.org)

#### ARTICLE IX.

##### DISSOLUTION

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State of the Federal Government for a public purpose.

#### Article X.

##### REGISTERED AGENT NAME AND ADDRESS

Jeffrey L. Cohen, Esquire  
909 S.E. 5th Avenue  
Delray Beach, FL 33483  
(561) 455-7700  
[jcohen@floridahealthcarelawfirm.com](mailto:jcohen@floridahealthcarelawfirm.com)

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of Not To Be Forgotten, Inc., and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 14<sup>th</sup> day of August 2017.

By: 

Jeffrey L. Cohen, Esquire

SIGNATURE OF INCORPORATOR

Dated this 14<sup>th</sup> day of August 2017

By: Kathryn J. McKibbin

Kathryn J. McKibbin