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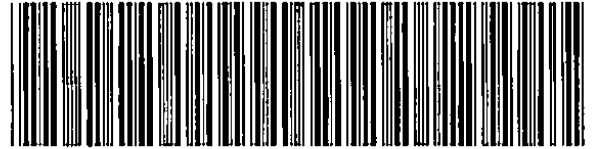
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19 MAY 29 AM 11:45

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

**SUBJECT:** LAST CHANCE TREATMENT FOUNDATION CORP.

(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:** DOTTIE RANDAZZO

\_\_\_\_\_  
Name (Printed or typed)

P.O. BOX 3258

\_\_\_\_\_  
Address

WILMINGTON, DE 19804

\_\_\_\_\_  
City, State & Zip

302-999-9960

\_\_\_\_\_  
Daytime Telephone number

dottie@biz-usa.com

\_\_\_\_\_  
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

## ARTICLE I. NAME

The name of the corporation shall be:

**LAST CHANCE TREATMENT FOUNDATION CORP.**

## ARTICLE II. PRINCIPAL OFFICE

The principal street address address of this corporation is:

281 S. Hollybrook Drive  
Bldg. 50 Unit 101  
Pembroke Pines, FL 33025

The mailing address is:

4712 Admiralty Way  
Unit 328  
Marina del Rey, CA 90292

## ARTICLE III. PURPOSE

- A. This corporation is a nonprofit **PUBLIC BENEFIT CORPORATION** and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for: charitable and public purposes.
- B. The specific purpose of this corporation is to provide principally treatments relying upon stem cell technology for dealing with such diseases and disorders as autism, macular degeneration, joint repair and hearing loss, as well as other diseases that are showing promise and are showing that they are responsive to stem cell technology.

## ARTICLE IV. MANNER OF ELECTION

The manner in which the directors are elected and appointed: Is as provided for in the bylaws.

## ARTICLE V. INITIAL OFFICERS AND/OR DIRECTORS

Bradley Mislove, President and Director  
281 S. Hollybrook Drive, Bldg. 50 Unit 101, Pembroke Pines, FL 33025

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Renee Codina, Secretary, Treasurer and Director  
281 S. Hollybrook Drive, Bldg. 50 Unit 101, Pembroke Pines, FL 33025

#### **ARTICLE VI. REGISTERED AGENT**

The **name and Florida street address** of the registered agent is:

Bradley Mislove  
281 S. Hollybrook Drive  
Bldg. 50 Unit 101  
Pembroke Pines, FL 33025

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#### **ARTICLE VII. ADDITIONAL PURPOSES: ACTIVITIES**

- A. This corporation is organized and shall be operated exclusively for charitable, educational, scientific, public safety testing, literary, amateur sports or humanitarian purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) ("Code").
- B. No substantial part of the activities of this corporation shall consists of carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in (including the publishing or distribution of statements) and political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these Articles, the 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(c)(3) of the Code, or (b) by Section 170(c)(2) of the Code.

#### **ARTICLE VIII. DEDICATION OF PROPERTY TO CHARITABLE PURPOSES**

The property of this corporation shall be irrevocably dedicated to charitable, educational, scientific, public safety testing, literary, amateur sports or humanitarian purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of, or be distributed to, any director or officer thereof or for the benefit of any private person; provided that reasonable compensation may be paid for services rendered to or for the corporation by any person or entity. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all its debts and liabilities shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational, scientific, public

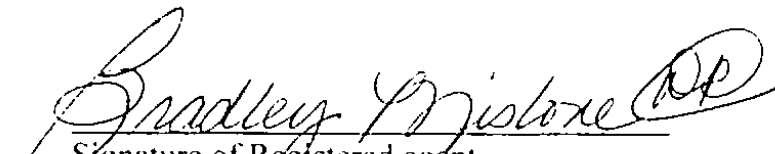
safety testing, literary, amateur sports or humanitarian purposes and which has established its tax exempt status under Section 501(c)(3) of the Code.

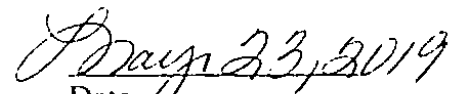
**ARTICLE IX. INCORPORATOR**

The **name and address** of the Incorporator is:


Dottie Randazzo  
P.O. Box 3258  
Wilmington, DE 19804

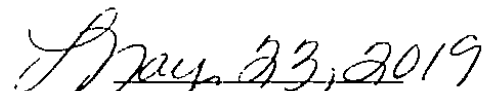
*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
Signature of Registered agent

  
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.*

  
Signature of Incorporator

  
Date

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FILED