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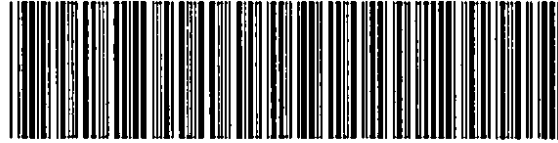
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COVER LETTER

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

SUBJECT: _____
(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: Michael B. Glomb

Name (Printed or typed)

1129 20th Street N.W., 4th Floor

Address

Washington, D.C. 20036

City, State & Zip

571-212-3225

Daytime Telephone number

mglomb@FTLF.com

E-mail address: (to be used for future annual report notification)

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

FILED
- 11 -
2007 APR - 1 PM 3:03

FELDESMAN+TUCKER+LEIFER+FIDELL

1129 20th Street NW
Suite 400
Washington, DC 20036

T. 202 462 5900
F. 202 294 8100
www.ftlf.com

Michael B. Glomb mglomb@ftlf.com

February 23, 2021

James G. Harris
Regulatory Specialist II
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32324

Re: Ref No: W221000003259

Dear Mr. Harris:

Please find enclosed your letter of January 12, 2021.

The referenced corporation (CASS, Inc.) has been renamed **Folx Foundation, Inc.** I have enclosed an original and one copy of the Articles of Incorporation of **Folx Foundation, Inc.** for filing

Very truly yours,


Michael B. Glomb

2021 MAR -1 PM 3:03

FBI - 11

F11 - 11
2021 MAR -1 PM 3:03

**ARTICLES OF INCORPORATION
OF
FOLX FOUNDATION, INC.
(A Florida Not for Profit Corporation)**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

Article I: Name

The name of the Corporation shall be: FOLX FOUNDATION, INC.

Article II: Principal Office

The principal place of business and mailing address of this Corporation shall be 1614 Euclid Avenue, Suite 34, Miami Beach, Florida 33139 or at such other location within the State of Florida as may be hereafter established by the Board of Directors.

Article III: Purpose

The Corporation is organized under Chapter 617 of the Florida Statutes to be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) ("IRC"). In furtherance of its mission and purposes, the Corporation shall undertake only those activities as are authorized by its Articles of Incorporation and the laws of the State of Florida that are consistent with the provisions of Section 501(c)(3) of the IRC and the regulations thereunder (as they now exist or may hereafter be amended). Without limiting or expanding the foregoing, the Corporation shall provide health care services.

Article IV: Membership

The Corporation shall have no members.

Article V: Number and Manner of Electing Directors

The number, qualifications, and manner of selecting directors shall be as set forth in the bylaws of the Corporation.

Article VI: Initial Directors

The initial directors of the Corporation are:

Karen Susan Bauer
4708 NW 129th Street
Vancouver, WA Director

Dana Lev Frank
20864 Tiara Street
Woodland Hills, CA 91367 Director

Heather Lord Stone
16 Lennox CT.
Richmond Hill, GA 31324 Director

Article VII: Initial Registered Agent and Address

The name and Florida street address of the corporation's initial registered agent is:

Corporation Services Company, 1201 Hays Street, Tallahassee, Florida 32301

Article VIII: Incorporator

The name and address of the Corporation's incorporator is Michael B. Glomb, Feldesman Tucker Leifer Fidell LLP, 1129 20th Street, N.W., 4th Floor Washington, D.C. 20036.

Article IX: Prohibition in Sharing of Corporate Earnings

No officer, director, employee of, member of a committee of, or person connected with the Corporation, or any other private individual shall receive at any time any of the net earnings or pecuniary profits from the operations of the Corporation, provided that this restriction shall not prevent the payment to any such person of reasonable compensation for services rendered to

or for the benefit of the Corporation or the reimbursement of expenses incurred by any such person in effecting any of the Corporation's purposes as shall be fixed by the Board of Directors. No such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation.

Article X: Other Limitations

The corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law). Specifically:

(a) The corporation shall serve as a nonprofit corporation and, in furtherance of the purpose here and above set out, shall have the power to solicit, accept, and receive funds from any person, organization, or other entity, including but not limited to other charitable or educational organizations, profit-making corporations, and individuals.

(b) Consistent with the objectives and purpose set forth here and above, the corporation may exercise all powers available to corporations under Chapter 617, Florida Statutes, as amended, subject to the restrictions contained in these Articles of Incorporation and the corporation's bylaws, including full power and authority to take and hold by bequest, devise, gift, grant, purchase, lease, or otherwise any property real, personal, tangible or intangible, or any undivided interests therein, without limitation as to amount or value, to sell, convey or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the corporation, *provided that* no part of the net earnings of the corporation shall inure to the benefit of any director or officer of the corporation, or to any individual (except that reasonable compensation may be paid for services rendered to or for the corporation in effecting one or more of its purposes), and no director or officer of the corporation, or any individual shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation.

(c) The corporation shall have no power to declare dividends.

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

(e) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall exercise only such powers and shall conduct or carry on only such activities as are consistent with the exempt status of organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) and the regulations

there under (as they now exist or as they may hereafter be amended), contributions to which are deductible for federal income tax purposes.

Article XII: Distribution of Assets Upon Termination or Dissolution

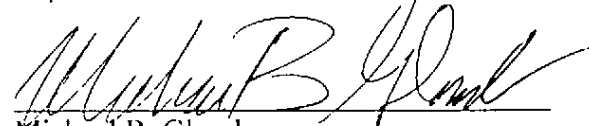
In the event of termination, dissolution, or winding up of this Corporation in any manner or for any reason whatsoever, the Corporation's remaining assets, if any remain after all debts have been settled, shall be distributed to in such amount or amounts as maybe determined by the Corporation's Board of Directors to (and only to) one or more organizations that at the time of distribution are organizations described in Section 501(c)(3) of the IRC

Article XIII: Indemnification

The Corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the Corporation, or any former officer, director, employee or agent of the Corporation, or any person who, at the request of the Corporation, is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 23rd day of February, 2021.

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.



Michael B. Glomb
Incorporator

CASS, INC.

Acceptance of Registered Agent

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.

Corporation Services Company

By: Roxanne Turner Roxanne Turner
Asst. Vice President

Date: 02/23/2021