

N96000004248

TRANSMITTAL LETTER

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

600001820056
-08/13/96--01070--007
*****70.00 *****70.00

SUBJECT: INTERNATIONAL ALZHEIMER'S FOUNDATION TRUST, INC.
(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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: JAMES COSENTINO
Name (Printed or typed)

2277 S.W. OLYMPIC CLUB TERRACE
Address

PALM CITY, FLORIDA 34990
City, State & Zip

(407) 287-0529
Daytime Telephone number

FILED
09 AUG 12 PM 1:51

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

8-14-96
168

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation shall be:

INTERNATIONAL ALZHEIMER'S FOUNDATION TRUST, INC.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

2277 S.W. OLYMPIC CLUB TERRACE
PALM CITY, FLORIDA 34990

ARTICLE III

Purpose(s)

The specific purpose(s) for which the corporation is organized is(are):

TO FUND, CONSTRUCT, AND PARTICIPATE IN BUILDING ASSISTED LIVING
HOUSING FOR PEOPLE AFFLICTED WITH ALZHEIMER'S DISEASE WITH OUT
REGARD OF RACE, GREED, RELIGIOUS PREFERENCE, OR GENDER.

ARTICLE IV

Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

DIRECTOR'S WILL BE ELECTED BY A MAJORITY VOTE PLUS ONE.

FILED
CLERK OF DISTRICT COURT
JAN 12 1981

ARTICLE V

Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617 0302, Florida Statutes, unless limited are as follows

N/A

ARTICLE VI

Initial registered agent and street address

The name and the street address of the initial registered agent is.

JAMES COSENTINO

2277 S.W. OLYMPIC CLUB TERRACE

PALM CITY, FLORIDA 34990

ARTICLE VII

Incorporators

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is(are):

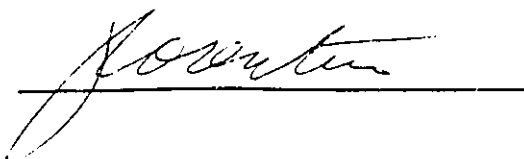
JAMES COSENTINO

2277 S.W. OLYMPIC CLUB TERRACE

PALM CITY, FLORIDA 34990

The undersigned incorporator has executed these Articles of Incorporation this 9 day of _____
AUGUST, 1996.

Signature of Incorporator:



JAMES COSENTINO

Typed name of incorporator signing

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

INTERNATIONAL ALZHEIMER'S FOUNDATION TRUST, INC.

(must include suffix)

2. The name and address of the registered agent and office is:

JAMES COSENTINO

(NAME)

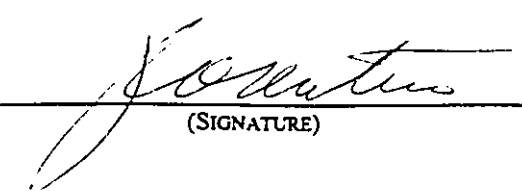
2277 S.W. OLYMPIC CLUB TERRACE

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

PALM CITY, FLORIDA 34990

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent 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.


(SIGNATURE)

AUGUST 9, 1996

(DATE)

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

N 96000004248

International
Alzheimer's
Foundation
Trust, Inc.

800002273328--3
-08/21/97--01004--019
*****35.00 *****35.00

97 AUG 26 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA
DIVISION OF CORPORATIONS
97 AUG 21 PM 10:14
FILED

☐ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Name Reservation
☐ Merger File
☒ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☐ Cert. Copy
☒ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC I or 3 File
☐ UCC II Search
☐ UCC II Retrieval
☐ Courier

8/26
Amend

Signature _____

Requested by: LS Date: 8/21 Time: 9:25
Name _____

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 21, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: INTERNATIONAL ALZHEIMER'S FOUNDATION TRUST, INC.
Ref. Number: N96000004248

We have received your document for INTERNATIONAL ALZHEIMER'S FOUNDATION TRUST, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

There is no provision in chapter 617, Florida Statutes, for an incorporator to amend a nonprofit corporation -- the proper form setting forth the requirements for filing a nonprofit amendment is attached.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return 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) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 297A00042342

corrected

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

RECEIVED
MAY 26 PM 1:31

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

INTERNATIONAL ALZHEIMER'S FOUNDATION TRUST, INC.

FILED
97 AUG 26 PM 1:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The following amendments are adopted:

1. Article III Purpose is amended to include the following language: Said organization is organized exclusively for charitable, religious, educational, and scientific purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
2. Article VII Net Earnings : No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

3. Article VIII Dissolution: Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

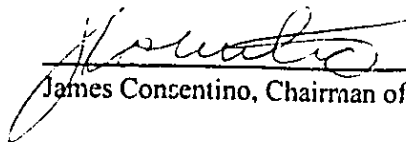
SECOND: The date of the adoption of these amendments is August 5, 1997.

THIRD: Adoption of Amendments:

The amendments were adopted by the Board of Directors. No member action was required.

Signed this 5 day of August, 1997.

Signature:


James Consentino, Chairman of the Board