

N97000005758

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August 3, 1998

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

RE: Chason Foundation for Rheumatology and Spinal Disorders, Inc.  
Document Number N97000005758

Dear Sir or Madam,


Enclosed is the original and one copy of the Restated Articles of Incorporation for the above named not for profit corporation and a check for \$43.75 to cover the filing fee (\$35) and a certificate of status for the corporation (\$8.75). Please send a copy of the original document to me when it has been stamped with the filing date.

Please send all paperwork and copies to my attention at the address at the top of this page.  
Thank you.

Sincerely,



Kathleen Lucas

FILED  
98 AUG -6 AM 8:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  


AUG 10 1998

**RESTATED ARTICLES OF INCORPORATION OF  
THE CHASON FOUNDATION FOR RHEUMATOLOGY AND SPINAL  
DISORDERS, INC., A FLORIDA NOT FOR PROFIT CORPORATION**

Pursuant to the provisions of Florida Statutes, sec. 617.1007, the undersigned Florida nonprofit corporation adopts the following restated articles of incorporation.

The restated articles of incorporation do not contain an amendment requiring member approval. The restated articles of incorporation were adopted by the board of directors on July 13, 1998.

THE CHASON FOUNDATION FOR RHEUMATOLOGY AND SPINAL  
DISORDERS, INC.

Katharine H. Chason  
Katharine H. Chason, President

7-13-98  
Date

FILED  
98 AUG -6 AM 8:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RESTATED ARTICLES OF INCORPORATION OF  
THE CHASON FOUNDATION FOR RHEUMATOLOGY AND SPINAL  
DISORDERS, INC., A FLORIDA NOT FOR PROFIT CORPORATION**

Pursuant to the provisions of Florida Statutes sec. 617.1007, the board of directors of The Chason Foundation for Rheumatology and Spinal Disorders, Inc., adopts the following Restated Articles of Incorporation:

**ARTICLE I**

The name of the corporation is THE CHASON FOUNDATION FOR RHEUMATOLOGY AND SPINAL DISORDERS, INC.

**ARTICLE II**

The corporation shall have a perpetual duration.

**ARTICLE III**

The corporation is a not for profit corporation.

(a) The primary purposes of the corporation are: to provide support, encouragement, and information to those who suffer from fibromyalgia, spinal problems or chronic pain; to provide community education on fibromyalgia and on preventative spinal injury care; to make grants to researchers or organizations that provide education and research in this area; and ultimately, to build a diagnostic center to provide the best medical care for those suffering from fibromyalgia and from spinal injuries.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private persons or individual or any member or director of this corporation. However, the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purpose. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to a fund, foundation or corporation organized and

operated for charitable or religious purposes designated by the board of directors which shall at the time qualify as a tax-exempt organization under Internal Revenue Code section 501(c)(3), or as that statute may be amended. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations as said court shall determine, which are organized and operated exclusively for such purposes.

(d) This corporation shall not carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

(e) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(f) It is the intention of this corporation to qualify as a public charity under the guidelines of the Internal Revenue Service. Application for recognition as a 501(c)(3) corporation and public charity will be made within the statutorily mandated time frame.

#### **ARTICLE IV**

The corporation shall have voting and nonvoting members. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, the property, voting and other rights and privileges of membership shall be regulated as in the bylaws.

#### **ARTICLE V**

The address of the principal office of the corporation is 5200 NW 43rd St., Ste. 102-383, Gainesville, Florida, 32606. The mailing address for the registered office of the corporation is 220 SW 123rd Ave., Newberry, FL 32766. The name of the registered agent at that address is Katharine H. Chason.

#### **ARTICLE VI**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall

initially be three; provided, however, that the number of directors may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The method of election of the directors and the specifics about the annual meetings will be spelled out in the bylaws of this corporation.

#### ARTICLE VII

The name and address of the incorporator is:  
Katharine Chason 220 SW 123rd Ave, Newberry, FL 32669.

#### ARTICLE VIII

The board of directors shall elect the following officers: president, vice-president, secretary, and treasurer, and any other officers which the bylaws of this corporation authorize the directors to elect.

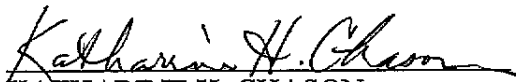
#### ARTICLE IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

#### ARTICLE X

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors.

I, the undersigned, being the President of this corporation, have executed these restated articles of incorporation on behalf of the board of directors and the corporation on July 13, 1998.

  
KATHARINE H. CHASON

President, The Chason Foundation for Rheumatology and Spinal Disorders, Inc.