

Law Offices of  
**DeLOACH & HOFSTRA, P.A.**

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Seminole, Florida 33772

P. O. Box 3390  
Seminole, Florida 33775

N97000006809

November 17, 1997

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

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-11/19/97--01013--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: **AMERICAN CANCER RESEARCH FUND, INC.**  
Our File Number: 17,912

Dear Sir or Madam:

Enclosed please find the original and one photocopy of the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$70.00 to cover the cost of the following:

Filing Fee	\$ 35.00
Registered Agent	<u>\$ 35.00</u>
TOTAL	\$ 70.00

Please date stamp the photocopy and return same to me.

Should you have any questions or comments, please do not hesitate to advise.

Very truly yours,

  
Peter T. Hofstra

PTH:kjh  
Enclosures

cc: Mr. John Sparks  
(w/enclosure)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 21, 1997

DELOACH & HOFSTRA, P.A.  
P.O. BOX 3390  
SEMINOLE, FL 33775

SUBJECT: AMERICAN CANCER RESEARCH FUND, INC.  
Ref. Number: W97000026328

We have received your document for AMERICAN CANCER RESEARCH FUND, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of 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) 487-6929.

Randall Purintun  
Document Specialist

Letter Number: 897A00055919

ARTICLES OF INCORPORATION

OF

American Cancer Research Fund, Inc.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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We, the undersigned, with other persons being desirous of forming a corporation for charitable purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I - NAME

The name of this corporation is American Cancer Research Fund, Inc.

ARTICLE II - PURPOSES

This corporation is organized for the following exclusively charitable purposes:

- (1) To provide funding for research aimed at the discovery of treatment and cure related processes for all types of cancer.
- (2) To engage in any business activity lawful in the State of Florida which will further the above purpose.

ARTICLE III - POWERS

The corporation shall have full power to transact and perform such acts and things as shall be necessary or appropriate for the attainment of the purposes described in ARTICLE II above. Without limiting the generality of the foregoing language, the corporation shall have the power:

- (1) To acquire, receive and accept, by way of grant, gift, devise, bequest, purchase, lease or otherwise, real property and personal property of every kind, including security interests in real property (which term, for purposes hereof, includes without limiting the generality thereof, first mortgages on real property and receipts, notes, certificates or

other instruments representing any rights or interests therein or with respect thereto) created or issued by any person, firm, association, corporation or government or subdivision thereof;

(2) To exercise all rights, powers, and privileges in respect to the above described property, including the power to hold, administer, sell, convey and dispose of, invest and reinvest such property and the income and proceeds thereof;

(3) To use, apply or disburse any of its property or the income or proceeds thereof, exclusively for or toward any one or more of the purposes as enumerated in ARTICLE II;

(4) To take any other lawful action necessary to the accomplishment of the purposes described in ARTICLE II.

#### ARTICLE IV - QUALIFICATION OF MEMBERS

The membership of this corporation shall be limited to citizens of the State of Florida and the United States who have a bonafide interest in the attainment of the purposes set forth in Article II above.

#### ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI - INCORPORATORS

The names and addresses of incorporators to these Articles are:

<u>Name</u>	<u>Address</u>
John A. Sparks	3848 Woodridge Parkway Palm Harbor, Florida 34684

#### ARTICLE VII - OFFICERS

1. The officers of the corporation shall be a president, vice-president, and secretary-treasurer, and such other officers as

may be provided in the By-Laws.

2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>Office</u>	<u>Name &amp; Address</u>
President	Bill Bennett 540 Carillon Parkway #3047 St. Petersburg FL 33716
Vice-President	Peter T. Hofstra 8640 Seminole Boulevard Seminole, Florida 33772
Secretary/Treasurer	David Walrond Route 2, Box 107 Hot Springs, Virginia 24445

The officers shall be elected in the manner provided in the By-Laws.

#### ARTICLE VIII - BOARD OF DIRECTORS

1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three directors initially. The number of directors may be increased or decreased from time to time by the By-Laws. The manner and election of the Board of Elections is stated in the By-Laws.

2. Members of the Board of Directors shall be elected from the membership of the corporation at the annual meeting or at any special meeting called for that purpose.

3. The name and address of the persons who are to serve as the directors for the ensuing year, or until the first annual meeting of the corporation, are:

<u>Name</u>	<u>Address</u>
John A. Sparks	3484 Woodridge Parkway Palm Harbor, FL 34684
Bill Bennett	540 Carillon Parkway #3047 St. Petersburg FL 33716
Peter T. Hofstra	8640 Seminole Blvd. Seminole, FL 33772

#### ARTICLE IX - BY-LAWS

1. The Board of Directors of this corporation may provide such By-Laws for the conduct of the business of the corporation and the carrying out of its purposes as may be deemed necessary.

2. Upon proper notice, the By-Laws may be amended, altered, or rescinded by a majority vote of the Board of Directors, at any regular meeting or any special meeting called for that purpose.

#### ARTICLE X - AMENDMENTS

1. These Articles of Incorporation may be amended by a special meeting of the membership called for that purpose, by a majority vote by those present, unless a larger percentage shall be required by law.

2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of intention to submit amendments.

#### ARTICLE XI - REGISTERED OFFICE AND AGENT

The registered office and place of business of this corporation shall be at 8640 Seminole Boulevard, Seminole Florida 34642, or such other place as the Board of Directors may designate. The initial registered agent at such address is Peter T. Hofstra.

## ARTICLE XII

It is the intention of this corporation at all times to qualify and remain qualified as exempt from Federal and Florida income taxes as same may from time to time be amended. Accordingly:

(a) The corporation is not to have authority to issue capital stock.

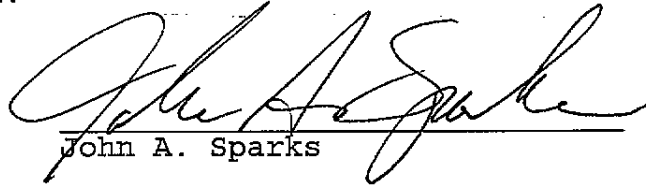
(b) The corporation shall not be conducted or operated for profit, and no part of the net earnings of the corporation shall inure to the benefit of any member or individual nor shall any of such net earnings nor any of the property or assets of the corporation be used other than for the purpose of the corporation set out in ARTICLE II hereof.

(c) No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall the corporation participate or intervene, by publishing or distributing of statements or otherwise, in any political campaign of any candidate for public office.

(d) In the event of a liquidation, dissolution, termination or winding up of the corporation, whether voluntary, involuntary, or by operation of law, all of the property or assets of the corporation remaining after discharge of valid obligations, including costs and expenses of dissolution, shall be distributed among organizations which are qualified for exemption under Section 501(c)(3) and Section 170(c) of the Internal Revenue Code, for a

public purpose, and none of the assets shall be distributed to any member, officer or director of this corporation.

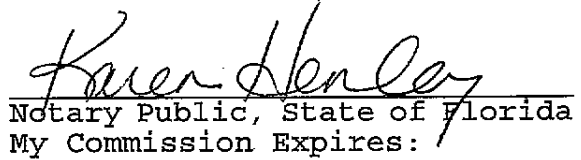
IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set his hand and seal, this 6th day of November 1997, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

  
John A. Sparks

STATE OF FLORIDA     )  
COUNTY OF PINELLAS )

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JOHN A. SPARKS, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at the County and State named above this 6th day of November, 1997.

  
Notary Public, State of Florida  
My Commission Expires:

clerk\sparks.art

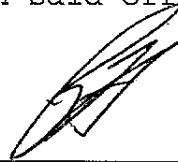


Karen Henley  
MY COMMISSION # CC660220 EXPIRES  
June 30, 2001  
BONDED THRU TROY FAIN INSURANCE, INC.



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.



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PETER T. HOFSTRA,  
Registered Agent

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