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In Health Care Law

March 22, 1999

Florida Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

Attention: Division of corporations

800002816388-1  
-03/24/99--01025--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Articles of Incorporation For  
**Cruise'n For Cancer, Inc.**  
(a corporation not for profit)

Gentlemen:

Enclosed herein please find an original and one copy of properly executed Articles of Incorporation and Acceptance of Resident Agent for **Cruise'n For Cancer, Inc.**, a not for profit corporation, for filing. Also, enclosed is our check in the amount of \$78.75, made payable to Florida Secretary of State, to cover the following costs:

Filing Fee for Articles of Incorporation	\$35.00
Resident Agent Fee	\$35.00
Certified Copy Fee	\$ 8.75
TOTAL	\$78.75

Please forward the certified copy of the Articles of Incorporation to the undersigned.  
Thank you for your courteous cooperation.

Sincerely yours,

John H. Fisher, II

JHF/rdt  
Enclosures

John Fisher  
GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT ART IV  
DATE 3/30/99  
DOC. EXAM

FILED  
99 MAR 24 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

John H. Fisher, Esquire

me 3/30/99

**ARTICLES OF INCORPORATION  
OF  
Cruise'n For Cancer Foundation, Inc.  
A Florida Non-Profit Corporation**

**FILED**  
**99 MAR 24 AM 10:45**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned, who are citizens of the United States, desiring to form a Not For Profit Corporation under the Not For Profit Corporation Act of the State of Florida do hereby certify:

**ARTICLE I**  
**Name and Address**

The name of this Corporation is: **Cruise'n For Cancer Foundation, Inc.** The street address of the Corporation's principal place of business is: 60 Turtle Creek Circle, Oldsmar, Florida 34677.

**ARTICLE II**  
**Term of Existence**

This Corporation shall have perpetual existence, commencing upon filing of these articles of incorporation with the Florida Secretary of State.

**ARTICLE III**  
**Purpose**

The Corporation 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 the corresponding section of any future federal tax code.

**ARTICLE V**  
**RESTRICTIONS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the

corporation 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 this article. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or other-wise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) 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.

## **ARTICLE VI DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE IV**  
**Manner of Electing Director**

The manner in which Directors shall be elected or appointed shall be by majority vote of the members as provided in the Corporation's Bylaws. The Board of Directors shall consist of at least 3 Individuals but may be increased by the members as provided in the Corporation's Bylaws.

**ARTICLE V**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this Corporation is: 60 Turtle Creek Circle, Oldsmar, Florida 34677, and the name of its initial registered is **Thomas M. Carney**.

**ARTICLE VI**  
**Incorporator**

The name and address of the person signing these Articles and serving as the sole incorporator is:

<u>Name</u>	<u>Address</u>
<b>Thomas M. Carney</b>	60 Turtle Creek Circle, Oldsmar, Florida 34677

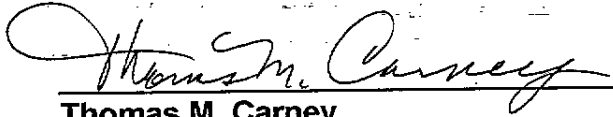
**ARTICLE VII**  
**Bylaws**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors of this Corporation.

**ARTICLE VIII**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

**IN WITNESS WHEREOF**, the undersigned sole incorporator executed these Articles  
of Incorporation, this 19 day of March, 1999.

  
**Thomas M. Carney**  
**Sole Incorporator**

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

  
Thomas M. Carney

Dated the 19 day of March, 1999.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA