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99 DEC -3 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 6, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
ATTN: Doris Brown

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-12/03/99--01051--018
*****87.50 *****87.50

Dear Ms. Brown:

Thank you so much for your kind and conscientious assistance. The changes in content that I needed to make in order for TEAM UP AMERICA – CURE PARKINSON'S, INC. articles of incorporation to satisfy the not-for-profit exempt status have been made. Please substitute the attached papers for the ones that were submitted previously. The check for \$87.50 made out to the Department of State should already be in your possession.

Also, please note, very important, I have eliminated the hyphen in between TEAM UP. I would like it registered **without** the first hyphen. Only one hyphen is to remain in the name and it is between AMERICA and CURE and appears as TEAM UP AMERICA – CURE PARKINSON'S, INC.

Again, thank you for your assistance. Please process as soon as possible. Have a happy, healthy and prosperous New Year.

Sincerely,



Alison Landes

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

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ARTICLE I NAME

The name of the corporation shall be:

TEAM UP AMERICA – CURE PARKINSON'S, INC.

ARTICLE II PRINCIPAL OFFICE

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

3205 SE 7th Street Suite 107
Pompano Beach, Florida 33062

ARTICLE III PURPOSE(S)

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

Said corporation is organized for charitable, educational and scientific purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

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

The directors are appointed according to the bylaws.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address, of the initial registered agent are:

Alison S. Landes
3205 SE 7th Street Suite 107
Pompano Beach, Florida 33062

ARTICLE VI INCORPORATOR

The **name and address** of the Incorporator to these Articles of Incorporation are:

Alison S. Landes
3205 SE 7th Street Suite 107
Pompano Beach, Florida 33062

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TALLAHASSEE, FLORIDA

Alison L. Landes

Signature/Incorporator

Dec. 5, 1999

Date

ARTICLE VII

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 Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise 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, this corporation shall not, except to an insubstantial degree, engage in any activities of exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII 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.

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.

Alison L. Landes

Signature/Registered Agent

Dec. 5, 1999

Date