

**ARTICLES OF INCORPORATION
OF
FLORIDA CANCER SUPPORT NETWORK, INC.
(A Not for Profit Corporation)**

Pursuant to Section 607.1007 of the Florida Not For Profit Corporations Act, Florida Cancer Support Network (the “Corporation”), certifies that:

1. The Articles of Incorporation read as follows:

ARTICLE I

NAME

The name of the Corporation is Florida Cancer Support Network, Inc, a Florida Not for Profit Corporation.

ARTICLE II

PURPOSE

The Corporation is a not-for-profit corporation and is organized pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617 of the Florida Statutes.

Without limiting the generality of the foregoing purposes of the Corporation are to provide support programs and services to those patients diagnosed with cancer and to their families and caregivers, and to do any and all acts that are necessary, proper, useful, incidental or advantageous to the above stated purpose.

These purposes include, but are not limited to:

- 1) Provide funding for support groups, patient navigation, education, and direct financial assistance through local 501 (c)(3) organizations for those patients diagnosed with cancer, their family members, or caregivers.
- 2) To advocate for increased private and public funding for identifying the causes, increasing innovative treatment options and ultimately finding a cure for cancer, to increase public

awareness of cancer and prevention measures, and to empower all Florida residents to become involved in cancer as a matter of public policy.

- 3) To do and transact all such business necessary, incidental to or in any way connected with said purposes, or any of them.

ARTICLE III

POWERS

The Corporation is organized and operated exclusively within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

The Corporation shall have all the powers of a natural person and as provided by law, subject only to limitations imposed by these Articles, the By-Laws of the Corporation and applicable laws. Notwithstanding any such powers, or 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 501(c)(3) of the Internal Revenue Code of 1986, as amended, or (b) by a corporation contributions to which are deductible under Section 170c)(2) of the Internal Revenue Code of 1986, as amended.

ARTICLE IV

TERM OF EXISTENCE

The period of existence of the Corporation shall be perpetual.

ARTICLE V

BOARD OF DIRECTORS

Except as otherwise provided by law, by the Articles of Incorporation, or by the Corporation's Bylaws, the business affairs of the Corporation shall be conducted by, and the powers of the Corporation shall be exercised by or under the authority of the Board of Directors.

Directors shall be equal in all respects, i.e. there shall be only one class of director, with the right of full participation in the proceeding of the Board of Directors – the right to attend meetings, to make motions, to speak in debate, and to vote.

Any action, choice, proposition or decision to become an official act of the Corporation shall require direct approval by a majority vote of the Board of Directors, i.e. a majority vote is defined as more than half of the directors present and voting on the particular matter, in a regular or properly called meeting of the Board of Directors at which a quorum is present. A majority vote shall likewise be required to rescind or amend something adopted previously. Written voting is also permitted if the action cannot wait for a meeting. Written voting can be conducted either by email or by post. In either case, the vote must be signed, either on paper or electronically. When using written voting, any action to become an official act of the Corporation requires a full unanimous vote of all Board Members.

The number of directors of the Board of Directors and the manner of their election shall be set forth in the Bylaws of the Corporation.

The Board may grant Emeritus status to an officer, director or founding director of the board who is retiring or has retired and has provided outstanding and distinguished service to the Corporation. “Outstanding and distinguished service” is defined as service which goes beyond the normal duties and responsibilities of the appointment, and which has had extraordinary impact on the Corporation and/or broader community. Such service contemplates that the individual demonstrated exceptional commitment and contributions to the Corporation, exemplifying the highest standards of personal and professional integrity, civic responsibility, vision and leadership.

ARTICLE VI

MEMBERSHIP

The Corporation shall not have any members.

ARTICLE VII

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal address and mailing address of the Corporation shall be:

1 Sharon Terrace, Ormond Beach, FL 32174

ARTICLE VIII

REGISTERED AGENT AND REGUSTERED OFFICE

The registered agent of the Corporation is Jeri Francoeur.

The street address of the registered office of the Corporation is:

1 Sharon Terrace, Ormond Beach, FL 32174


DISSOLUTION

Upon the dissolution and final liquidation of the Corporation, all of its assets, after paying or making provision for payment of all of its known debts, obligations and liabilities, shall be distributed to one or more not-for-profit research facilities located in Florida whose purposes are most closely aligned to those of the Corporation and who are exempt from federal income tax as organizations described in Section 501(c)(3) of the Internal Revenue Code, as determined by the Corporation's Board of Directors prior to the dissolution taking effect. Any assets not so disposed of shall be disposed by a court of competent jurisdiction exclusively to one or more corporations or other organizations as said court shall determine, which at the time are exempt from federal income tax as organizations described in Section 501(c)(3) of the Internal Revenue Code and

which are organized and operated exclusively for such purposes. No private individual shall share in the distribution of any Corporation assets upon dissolution of the Corporation.

2. The foregoing Articles of Incorporation were adopted by the Corporation Board of Directors on January 30, 2023, and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the Chair of the Board of the Corporation, has executed these Amended and Restated Articles of Incorporation as of January 30, 2023.

By: 
Robert H. Houlihan, DHA, MBA, FACHE,
Chair, Board of Directors