

Filing Fee ~~\$10.00~~ ^{50.00}

State of Rhode Island and Providence Plantations
NON-PROFIT CORPORATION

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

172500

CANCER TREATMENT RESEARCH FOUNDATION, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-6-74 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to conduct affairs in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is CANCER TREATMENT RESEARCH FOUNDATION, INC.

SECOND: It is incorporated under the laws of Oklahoma

THIRD: The date of its incorporation is March 18, 1991 and the period of its duration is perpetual

FOURTH: The address of its principal office in the state or country under the laws of which it is incorporated is
Attn: Ed Rivera, 8181 South Lewis, Tulsa, OK 74137-1200

FIFTH: The address of its proposed registered office in Rhode Island is 155 S. Main Street,
Providence, RI 02903-2963, and the name of its proposed registered agent in Rhode Island at that address is Corporation Service Company

SIXTH: The purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:
Medical research including diagnosis, treatment, prevention or control of cancer and related diseases.

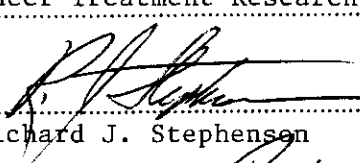
SEVENTH: The names and respective addresses of its directors and officers are:

NAME	OFFICE	ADDRESS
SEE ATTACHED LIST	Director	
	Director	
	Director	
SEE ATTACHED LIST	President	
	Vice President	
	Secretary	
	Treasurer	

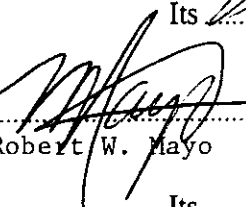
EIGHTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated April 19th, 1993

Cancer Treatment Research Foundation, Inc. (Note 1)

By  (Note 2)
Richard J. Stephenson

Its  President

and  (Note 2)
Robert W. Mayo

Its _____ X _____ Secretary

- NOTES:
1. Exact corporate name of corporation making the application.
 2. Signatures and titles of officers signing for the corporation.

CANCER TREATMENT RESEARCH FOUNDATION, INC.,
an Oklahoma non-profit corporation

LIST OF DIRECTORS:

Richard J. Stephenson Chairman of the Board	125 Buckley Road Barrington Hills, IL 60010
R. Michael Williams Vice Chairman	822 Monticello Place Evanston, IL 60201-1748
Robert W. Mayo	1031 N. Oakwood Gurnee, IL 60031
R. Richard Wieland II	10 Ambrose Lane Barrington, IL 60010
Joseph Gagliardi	10717 S. 70 E. Avenue Tulsa, OK 74133
Nancy Chase Coolley	534 Deerfield Road Deerfield, IL 60015
Frederick J. Fitzsimmons	2229 Crestview Lane Wilmette, IL 60091
Anthony Renzo	2712 Thornton Avenue Des Moines, IA 50321

LIST OF OFFICERS:

Richard J. Stephenson President	125 Buckley Road Barrington Hills, IL 60010
R. Michael Williams Vice President	822 Monticello Place Evanston, IL 60201-1748
Robert W. Mayo Secretary and Treasurer	1031 N. Oakwood Gurnee, IL 60031

Rec'd & Filed MAY 7 1993

98446
#96

MAY 10 1993

MAY 10 1993

OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF TRANSCRIPT

I, the undersigned Secretary of State of the State of Oklahoma, do hereby certify that the annexed transcript has been compared with the record on file in my office of which it purports to be a copy, and that the same is a full, true and correct copy of:

CERTIFICATE OF INCORPORATION

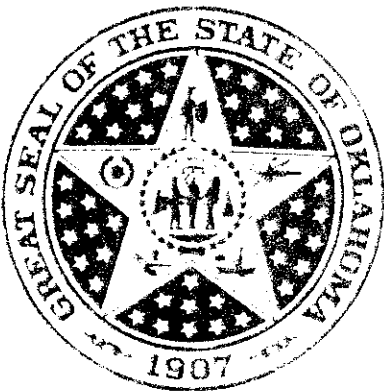
AND

ALL AMENDMENTS THERETO

OF

*CANCER TREATMENT RESEARCH FOUNDATION, INC.
(FORMERLY: MEMORIAL RESEARCH FOUNDATION, INC.)*

Not For Profit



*Done at the City of Oklahoma City this 5th
day of May, A.D. 1993.*

John Kennedy
Secretary of State
By: *Refine P. Sam*

6 7 5 0 9 3 5 0 0 0 0

OFFICE OF THE SECRETARY OF STATE



NOT FOR PROFIT
CERTIFICATE OF INCORPORATION

DN 469167

WHEREAS, the Certificate of Incorporation, executed and acknowledged by

MEMORIAL RESEARCH FOUNDATION, INC.

has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



Filed in the City of Oklahoma City this 18TH

day of MARCH 19 91

John Kenna
Secretary of State

By: *[Signature]*

5 / 11 / 2015 11:05 AM

FILED

CERTIFICATE OF INCORPORATION
OF
MEMORIAL RESEARCH FOUNDATION, INC.
(NOT FOR PROFIT CORPORATION)

MAR 18 1991

OKLAHOMA SECRETARY
OF STATE

FIRST: The name of this Corporation is MEMORIAL RESEARCH
FOUNDATION, INC.

SECOND: The address of the Corporation's registered office in the State of
Oklahoma is 2400 First National Tower, Tulsa, Oklahoma, 74103, and the name of its
registered agent at such address is Henry G. Will.

THIRD: The duration of this Corporation is perpetual.

FOURTH: The purpose of the Corporation shall be exclusively charitable, scientific
and educational, specifically to engage in medical research including investigations,
experiments and studies to discover, develop or verify knowledge relating to the causes,
diagnosis, treatment, prevention or control of cancer and related diseases and impairments of
man.

FIFTH: This Corporation does not have authority to issue capital stock.

SIXTH: This Corporation is not for profit, and as such the Corporation does not
afford pecuniary gain, incidentally or otherwise to its members. 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 paragraph Fourth 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 any candidate for public office. Notwithstanding any other provision of this Certificate, 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 of 1986, or corresponding section of any future United States Internal Revenue Law, or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

SEVENTH: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation to an organization which qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, organized and operated exclusively for charitable, scientific or educational purposes at such time, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Corporation is then located, to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

EIGHTH: The names and mailing addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Henry G. Will	2400 First National Tower Tulsa, Oklahoma 74103
Martin R. Wing	2400 First National Tower Tulsa, Oklahoma 74103
Katherine G. Coyle	2400 First National Tower Tulsa, Oklahoma 74103

NINTH: The conditions of Membership of the Corporation are stated in the By-laws of the Corporation.

TENTH: The number of directors to be elected at the first meeting is three.

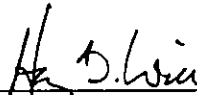
ELEVENTH: The names and mailing addresses of each person who will serve as a director initially are as follows:

<u>Name</u>	<u>Address</u>
R. Michael Williams, M.D., Ph.D.	822 Monticello Place Evanston, Illinois 60201-1748
Richard J. Stephenson	123 Buckley Road Barrington Hills, New Jersey 60010
Robert W. Mayo	1031 N. Oakwood Gurnee, Illinois 60031

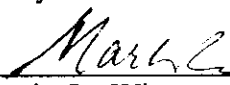
The tenure of each director shall be for one (1) year or until successors are elected, whichever occurs first. Each director shall serve without compensation.

5 7 5 8 1 7 5 1 3 1 4


We, the undersigned, for the purpose of forming a not for profit corporation under the laws of the State of Oklahoma, certify that the facts herein stated are true and have accordingly hereunto set our hand this 13th day of March, 1991.



Henry G. Will



Martin R. Wing



Katherine G. Coyle

DN 449167-001

OFFICE OF THE SECRETARY OF STATE



AMENDED NOT FOR PROFIT
CERTIFICATE OF INCORPORATION

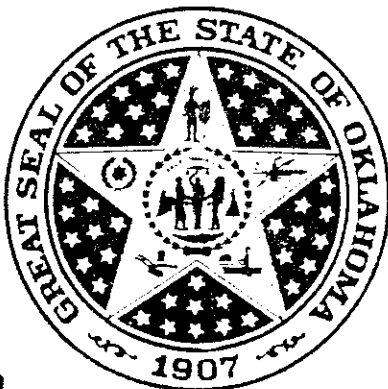
WHEREAS, the Certificate of Incorporation, executed and acknowledged by

CANCER TREATMENT RESEARCH FOUNDATION, INC.

has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



Filed in the City of Oklahoma City this 27th
day of October, 19 92.

John Kennedy
Secretary of State

By: [Signature]

FEE: \$25.00

FILE IN DUPLICATE

PRINT CLEARLY

SOS CORP. KEY:

AMENDED
CERTIFICATE OF INCORPORATION
(NOT FOR PROFIT OR NONSTOCK)

FILED
OCT 27 1992
OKLAHOMA SECRETARY
OF STATE
FOR OFFICE USE ONLY

PLEASE NOTE: In the event this amendment results in the change of the name of the corporation, a notice of the name change shall be published one (1) time in a newspaper having general circulation in the county in which the principal place of business of such corporation is located. Proof of such publication MUST be attached hereto.

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA, 101 State Capitol Bldg., Oklahoma City, OK 73105:

The undersigned corporation, for the purpose of amending its certificate of incorporation pursuant to Section 1077 of the Oklahoma General Corporation Act, hereby certifies:

1. A. The name of the corporation is: Memorial Research Foundation, Inc.

B. As amended: The name of the corporation has been changed to:

Cancer Treatment Research Foundation, Inc.

2. No change, as filed: X

As amended: The address of the registered office in the State of Oklahoma and the name of the registered agent at such address is:

NAME	STREET ADDRESS (P.O. BOXES ARE <u>NOT</u> ACCEPTABLE.)	CITY	COUNTY	ZIP CODE
------	---	------	--------	----------

3. No change, as filed: X

As amended: The duration of the corporation is: _____

4. No change, as filed: X

As amended: The purpose or purposes for which the corporation is formed are:

RECEIVED
OCT 27 1992
OKLAHOMA SECRETARY
OF STATE

(If the amendment is by resolution of the governing body of the corporation pursuant to 18 O.S., 11077, give the information required by 5 and 6.)

5. That at a meeting held on the 1st day of July, 1992, the governing body of said corporation adopted a resolution setting forth the foregoing proposed amendment(s) to the certificate of incorporation and declaring its advisability.

6. That, at a subsequent meeting held on the 24th day of July, 1992 called for the consideration of said resolution, such meeting being called on a date not earlier than 15 days and not later than 60 days from the meeting at which the resolution had been passed, the majority of all members of the governing body voted in favor of such amendment.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by its
President and attested by its _____ Secretary, this 24th day of July
19 92.

R. Michael Williams

By _____ President
R. Michael Williams, M.D., Ph.D.
(PLEASE PRINT NAME)

ATTEST:

Robert W. Mayo

By _____ Secretary
Robert W. Mayo
(PLEASE PRINT NAME)

(If the certificate of incorporation contains a provision requiring an amendment thereto to be approved by a specified number or percentage of the members or of any specified class of members of such corporation, pursuant to the provisions of 18 O.S. §1077, give the information required by 7 and 8.)

7. That at a meeting of the governing body of said corporation, a resolution was duly adopted setting forth the foregoing proposed amendment(s) to the Certificate of Incorporation of said corporation, declaring said amendment(s) to be advisable and calling a meeting of the members for consideration thereof.

8. That on the _____ day of _____, 19____, pursuant to such call and to due written notice given to each member, a meeting was held, at which meeting the necessary number of members as required by the certificate of incorporation of said corporation voted in favor of the amendment(s).

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by its
President and attested by its _____ Secretary, this _____ day of _____,
19____.

By _____ President
(PLEASE PRINT NAME)

ATTEST:

By _____ Secretary
(PLEASE PRINT NAME)

3862 · 1778 2044 2082

2044 2082

2044 2082