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FLORIDA PROFIT/NON PROFIT CORPORATION

LEE COUNTY ASSOCIATION OF WOMEN LAWYERS

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ARTICLES OF INCORPORATION
OF
LEE COUNTY ASSOCIATION OF WOMEN LAWYERS, INC.
a not for profit corporation

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CLERK OF CIRCUIT COURT
LEE COUNTY, FLORIDA

The undersigned, in order to form a not for profit corporation under the provisions of the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, hereby submits the following Articles of Incorporation:

Article I
Name

The name of the corporation shall be Lee County Association of Women Lawyers, Inc. (the "Corporation").

Article II
Operation

The Corporation shall operate as a chapter of the Florida Association of Women Lawyers, Inc., a Florida not for profit corporation.

Article III
Term

The term of the Corporation shall be perpetual. In the event the Corporation is dissolved, after the payment of all debts and expenses the assets of the Corporation shall be distributed to one or more properly incorporated not for profit organizations which share the goals and objectives of the Corporation, such organization to be determined by the board of directors.

Article IV
Initial Principal Place of Business of Corporation

The address of the initial principal place of business of the Corporation shall be Fowler White Boggs Banker P.A., 2201 2nd Street, 5th Floor, Fort Myers, Florida 33901.

Article V
Purposes and Powers

5.1 Purposes: The general nature of the objects and purposes of the Corporation shall be promotion, recognition and encouragement of the contributions of women within the legal profession and judiciary, improvement of the administration of justice and the elevation of judicial standards, promotion of the study of law, dissemination of legal knowledge to all members of the community and improvement of relations between members of the Bar, judiciary and public. The Corporation is formed to operate exclusively for such purposes as will qualify it as an exempt organization under Section 501(c)(6) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

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5.2 Powers: The Corporation shall have the power to possess and exercise all the rights, privileges, immunities and prerequisites now or hereafter authorized by or under the provisions of the laws of the State of Florida.

**Article VI
Members**

Membership in the Corporation shall be open to a member in good standing of the bar of any State upon application and payment of dues. A limited membership shall be available to law students, law school graduates or other interested legal professionals upon application and payment of dues.

**Article VII
Compensation**

No director or officer of the Corporation shall receive compensation directly or indirectly for service as a director or officer of the Corporation.

**Article VIII
Directors**

The number of directors constituting the board of directors shall be no less than three (3) members and no greater than seven (7) members. The number of members of the board of directors may be increased or decreased from time to time in accordance with the bylaws adopted by the Corporation. The initial directors shall hold office until the first annual meeting of the Corporation or until successors are elected and qualified. The powers, duties, number, qualifications, terms of office, manner of election, and time and criteria for removal of directors shall be as set forth in the bylaws of the Corporation. The names and addresses of the individuals to serve as the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Denise L. Wheeler	2201 2 nd St., 5 th Floor Ft. Myers, FL 33901
Denise Kennedy	6702 Willow Lake Circle Ft. Myers, FL 33912
Noelle Melanson	12800 University Drive, Suite 260 Fort Myers, Florida 33907
Alison Hussey	4635 South Del Prado Boulevard Cape Coral, Florida 33910-0088

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**Article IX
By-Laws**

The members of the Corporation shall have the power to alter, amend or repeal the bylaws of the Corporation by a majority vote of the members present at a meeting upon the receipt of notice of such meeting as set forth in the bylaws.

**Article X
Incorporator**

The name and address of the incorporator of the Corporation is as follows:

Name

Address

Denisc L. Wheeler

Fowler White Boggs Banker P.A.
2201 2nd St., 5th Floor
Ft. Myers, FL 33901

**Article XI
Registered Office and Agent**

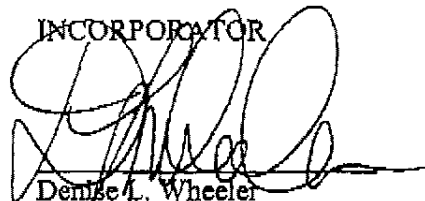
The address of the initial registered office of the Corporation shall be Fowler White Boggs Banker P.A., 2201 2nd St., 5th Floor, Fort Myers, Florida 33901.

**Article XII
Amendments**

These Articles of Incorporation may be amended at any regular meeting of the board of directors or any special meeting of the board of directors called for that purpose, in either case upon receiving the vote of a majority of the directors in office.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this 8th day of February, 2007.

INCORPORATOR



Denise L. Wheeler

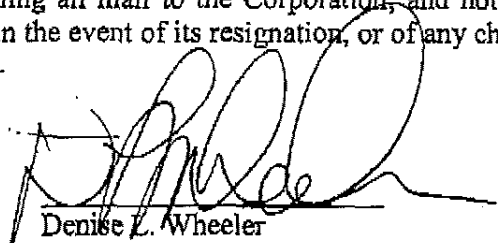
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**CERTIFICATE OF DESIGNATION
AND ACCEPTANCE OF APPOINTMENT
OF REGISTERED AGENT OF**

LEE COUNTY ASSOCIATION OF WOMEN LAWYERS, INC.

Fowler White Boggs Banker P.A., 2201 2nd Street, 5th Floor, Fort Myers, Florida 33901, hereby accepts the appointment of Registered Agent in the State of Florida for Lee County Association of Women Lawyers, Inc. ("Corporation") pursuant to 617.0601, Florida Statutes, and understands that as agent for the Corporation, it will be responsible for receiving service of process in the name of the Corporation; forwarding all mail to the Corporation; and notifying immediately the Office of the Secretary of State in the event of its resignation, or of any changes in the registered office of the Corporation.


Denise L. Wheeler

2-8-07
Date

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