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August 12, 2016

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Certificate of Incorporation – ABORTION CONVERSATION PROJECTS, INC.

Dear Division of Corporations:

Enclosed are the following items regarding the above mentioned nonprofit corporation for filing:

1. Articles of Incorporation
2. One copy, to be certified and returned to our office
3. A check for \$78.75 for combined filing fees and a certified copy
(\$35/filing fee, \$35 for Registered Agent, \$8.75 for certified copy)

Thank you for your assistance. If you have any questions about this matter, please contact us in writing. We look forward to receiving a positive response from you soon.

Yours truly,

Thomas S. Wrobel

TSW: pp
Enclosures

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Abortion Conversation Projects, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Thomas S Wrobel
Name (Printed or typed)

870 Market Street, Suite 645
Address

San Francisco, CA 94102
City, State & Zip

415.928.4161
Daytime Telephone number

terryl.ray.just@gmail.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: Abortion Conversation Projects, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal <u>street</u> address:	Mailing address, if different is:
<u>748 Croton Road, Melbourne, FL 32935</u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: See Attached.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed: as specified in
Bylaws, by vote of the board of directors.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: <u>Terry Sallas Merrit, President</u>	Name and Title: <u>Margaret Johnson, Secretary/Treasurer</u>
Address: <u>748 Croton Road</u>	Address: <u>17 Schubert Street</u>
<u>Melbourne, FL 32935</u>	<u>Binghamton, NY 13905</u>
<u></u>	<u></u>
Name and Title: <u>Ruth Arick, Vice President</u>	Name and Title: <u></u>
Address: <u>164 E Baywood Square</u>	Address: <u></u>
<u>Daytona Beach, FL 32119</u>	<u></u>
<u></u>	<u></u>
Name and Title: <u></u>	Name and Title: <u></u>
Address: <u></u>	Address: <u></u>
<u></u>	<u></u>
<u></u>	<u></u>

10 SEP 12 AM 9:52

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Terry Sallas Merritt
Address: 748 Croton Road
Melbourne, FL 32935

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Name: Thomas S Wrobel
Address: 870 Market Street, Suite 645
San Francisco, CA 94102

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL.)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior or 90 business days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity


Required Signature of Registered Agent

8-16-16
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Required Signature of Incorporator

9/7/16
Date

Article III Continued. Attachment to Articles of Incorporation for

ABORTION CONVERSATION PROJECTS, INC.

- A. This corporation is organized and operated exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to individuals and organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. This Corporation shall be a nonprofit corporation. The specific purpose of the organization is:

Abortion Conversation Projects is organized for the purpose of challenging the polarization of abortion in order to lessen the stigmatization of abortion. The means of supporting this culture change is by offering open workshops, webinars and trainings, connecting with related organizations and groups and by offering small seed grants and mentoring support to community-based individual and small group projects that promote speaking and listening with empathy, dignity, and resilience about even the most difficult aspects of abortion.

- B. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.
- D. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purpose within the meaning of sections 501(c)3 of the Internal Revenue Code, or 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 disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.
- E. All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.