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From: Account Name : MINTMIRE & ASSOCIATES
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STATE
TALLAHASSEE, FLORIDA

FLORIDA NON-PROFIT CORPORATION

Advocates for Donor Decisions, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

10-25-02
13



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 24, 2002

MINTMIRE & ASSOCIATES

SUBJECT: ADVOCATES FOR DONOR DECISIONS, INC.
REF: W02000030623

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filings Section

FAX Aud. #: H02000216360
Letter Number: 202A00058712

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORATION OF

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ADVOCATES FOR DONOR DECISIONS, INC.

A FLORIDA CORPORATION
(A Corporation Not-For-Profit)

The undersigned hereby adopts these articles of incorporation to form a not-for-profit corporation pursuant to Chapter 617 of the Florida Statutes.

ARTICLE I

Name and Address

The name of the corporation shall be **ADVOCATES FOR DONOR DECISIONS, INC.**
The address of its principal office and mailing address is 265 Sunrise Avenue, Suite 204, Palm Beach, Florida 33480.

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purpose Clause

The purposes for which this corporation is organized are:

A. Exclusively charitable, scientific, literary and educational within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States internal revenue law), and notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1986 contributions to which are deductible for federal income, gift, estate and generation-skipping tax purposes.

B. The corporation's purposes shall include, but not be limited to development of uniform enforceable donor rights and charitable, scientific, literary and educational activities exclusively for the development of uniform enforceable donor rights.

Donald F. Mintzirc
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
(561) 832-5696
Florida Bar #40243

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ARTICLE IV

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Restrictions

A. This corporation is a nonprofit corporation organized pursuant to the Florida Not-For-Profit Corporation Act, and is created, organized and shall be operated exclusively for educational, charitable, scientific and literary purposes.

B. This corporation does not contemplate pecuniary gains or profit to its members, directors or officers and no part of any net earnings of the corporation shall inure to the benefit of any member, director, officer or other individual; however, nothing herein shall prohibit the corporation from paying its officers and directors reasonable compensation for services rendered to or for the corporation nor from reimbursing its directors and officers for all expenses reasonably incurred in performing services rendered to or for the corporation.

C. The board of directors shall at all times endeavor to operate and conduct the affairs of the corporation so that each contribution to it shall qualify and be allowable to the donor thereof as a charitable deduction for federal, income, estate and gift, and generation-skipping tax purposes under applicable law.

D. All of the property of this corporation is and shall be irrevocable dedicated to charitable, scientific, literary or educational purposes, and in the event of a dissolution of this corporation, the assets shall be distributed to one or more organizations which are organized and exist exclusively for educational, scientific, charitable or literary purposes and that qualify for exemption from federal income tax under the provisions of §501(c)(3) of the Internal Revenue Code of 1986, as amended, or to the United States of America, the State of Florida, the County of Palm Beach or other local government. In no event shall the assets or the property, upon dissolution, go or be distributed to members [unless they or it qualifies under the provisions of §501(c)(3) of the Internal Revenue Code of 1986, as amended], either for reimbursement of any sums subscribed, donated or contributed by such members, or for any other purpose.

ARTICLE V

Capital Stock

The corporation shall have no capital stock.

Donald F. Mintmire
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
(561) 832-5696
Florida Bar #40243

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ARTICLE VI

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Members

The corporation shall have members, unless the by-laws shall provide that the corporation shall not have members. Qualification, voting and other rights of such members and the manner of their election or appointment shall be as set forth in the by-laws. If the by-laws provide that the corporation shall not have members, the board of directors shall have all of the powers that the members would otherwise have, including but not limited to, the power to elect directors and the power to amend these articles of incorporation.

ARTICLE VII

Liability

None of the members, directors or officers of this corporation shall be personally liable for its debts, liabilities or obligations.

ARTICLE VIII

Initial Board of Directors

The corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than three (3). The names and addresses of the initial directors of this corporation are:

Richard W.A. Davis
P.O. Box 909
Palm Beach, FL 33480

Stuart A. Sandow
12573 Woodmill Drive
Palm Beach Gardens, FL 33418

Donald F. Mintmire
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480

Donald F. Mintmire
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
(561) 832-5696
Florida Bar #40243

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ARTICLE IX

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Officers and Directors

The officers of the corporation shall occupy those positions designated in the by-laws, and the officers and directors shall be elected and shall govern in accordance with the provisions of the by-laws.

ARTICLE X

Indemnification

This corporation shall indemnify its directors and officers, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Not-For-Profit Corporations Act and the Florida Business Corporation Act from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by such acts, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of members (if any) or disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, executor, personal representatives and administrators of such a person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

ARTICLE XI

Incorporator

The name and address of incorporators are as follows:

<u>Name</u>	<u>Address</u>
Richard W.A. Davis	P.O. Box 909 Palm Beach, FL 33480
Stuart A. Sandow	12573 Woodmill Drive Palm Beach Gardens, FL 33418

Donald F. Mintmire
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
(561) 832-5696
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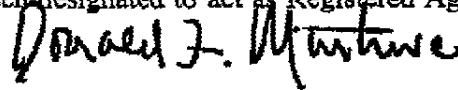
ARTICLE XII

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Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 265 Sunrise Avenue, Suite 204, Palm Beach, FL 33480 and the name of initial registered agent of this corporation at the address is Donald F. Mintmire.

Donald F. Mintmire having been designated to act as Registered Agent, hereby agrees to act in this capacity.



Donald F. Mintmire

Donald F. Mintmire
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
(561) 832-5696
Florida Bar #40243

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H02000216360 6

IN WITNESS WHEREOF, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, I have executed these articles of incorporation, this 22nd of October, 2002.

Richard W.A. Davis
Richard W.A. Davis, Incorporator

Stuart A. Sandow, Incorporator

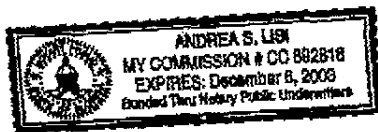
STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, the undersigned Notary Public in and for said County and State, personally appeared Stuart Sandow and Richard W.A. Davis known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same.

IN WITNESS WHEREOF, I have set my hand and seal this 22nd day of October, 2002.

[Signature]
Notary Public



Donald F. Mintmire
265 Sunrise Avenue, Suite 204
Palm Beach, FL 33480
(561) 832-5696
Florida Bar #40243

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10:10 P.M. 10/24/02

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IN WITNESS WHEREOF, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, I have executed these articles of incorporation, this 22nd of October, 2002.

Richard W.A. Davis, Incorporator

R.A. Davis

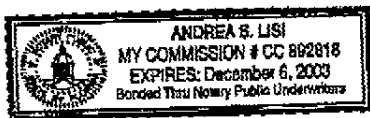
Stuart A. Sandow, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, the undersigned Notary Public in and for said County and State, personally appeared Stuart Sandow and Richard W.A. Davis known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same.

IN WITNESS WHEREOF, I have set my hand and seal this 22nd day of October, 2002.



[Signature]
Notary Public

Donald F. Mintzire
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