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TRANSMITTAL LETTER

FILED

00 MAR 27 PM 1:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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-03/27/00--01106--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** Travailing Women Outreach, 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

\$122.50  
Filing Fee,  
& Certified Copy

\$131.25  
Filing Fee  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Thomas B. Symonette, CPA

**Name (Printed or typed)**

1310 W. Colonial Drive, Suite 16

**Address**

Orlando, FL 32804

**City, State & Zip**

407 649-9445

**Daytime Telephone Number**

for 3/30/00

Articles of Incorporation  
of  
Travailing Women Outreach, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, being a person competent to contract subscribes to these Articles of Incorporation to form a not for profit corporation under the laws of the State of Florida.

Article I

Name. The name and mailing address of this corporation is:

Travailing Women Outreach, Inc.  
1430 W Kaley Street  
Orlando, Florida 32805

Article II

Business Activities. This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not For Profit Law set forth in Chapter 617 of the Florida Statutes.

Article III

Term of Existence. This corporation shall commence on date of filing and shall have perpetual existence.

Article IV

Initial Registered Office and Agent. The address of the initial registered office of the corporation is 1430 W Kaley Street, Orlando, Florida 32805 and the name of the initial registered agent of the corporation at that address is Odessa Rollins.

#### Article V

Management and Corporate Affairs. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. This corporation shall have five (5) directors initially. The number of directors may be increased from time to time by the Board of Directors in accordance with the By-laws of this corporation. The Directors named herein as the first Board of Directors shall hold office until the first annual meeting. Directors elected at the first annual meeting and times thereafter shall serve for a term of one (1) year. The annual meeting shall be held on April 1st of each year at 10:00 am at the corporate office, or such other place or places as the Board of Directors may designate from time to time by resolution.

Directors as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting.

#### Article VI

Initial Board of Directors. The name and address of the initial directors of this corporation are:

**Odessa Rollins - President**

1430 West Kaley Street  
Orlando, Florida 32805

**Rev. Ozzie Mason- Vice President**

683 Ashford Oaks Drive  
Altamonte Springs, FL 32714

**Francenia Booker - Secretary**

2928 Mc Queen Road  
Apopka, Florida 32703

**Ruenette Mitchell - Treasurer**

2505 Ravenall Avenue  
Orlando, Florida 32811

**Jessie Williams**

4229 Lake Richmond Drive  
Orlando, Florida 32811

Articles VII

Incorporator. The name and address of the incorporator signing these articles is:

**Odessa Rollins**  
1430 West Kaley Street  
Orlando, Florida 32805

Articles VIII

General and Specific Purpose. The specific and primary purpose for this corporation are:

- A. For the advancement of Minority Communities of Central Florida, and all other communities in the State of Florida and the United States of America.
- B. To promote harmony, economic development, unity, justice, spirituality, charity, education, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- C. To inform the public of the social services needed of families and individuals who do not have financial support to become self sufficient.
- D. To operate exclusively in any other manner for such charitable and educational purposes as will qualify it as a tax exempt organization under Internal Revenue Code Section 501(c)(3), as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

Article IX

By-laws. The power to adopt, alter, amend or repeal By-laws of this corporation shall be vested in the Board of Directors.

#### Article X

Indemnification. This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by the law.

#### Article XI

##### Corporate Earnings and Activities.

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors, 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 distribution in furtherance of the purposes set forth in Article VIII hereof.

B. 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.

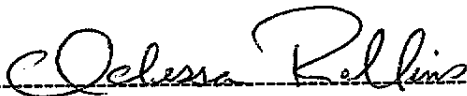
C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activity not permitted (a) by a corporation exempt from federal income tax under the Internal Revenue Code Section 501(c)(3) (or the corresponding provision of any future Internal Revenue Code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future Internal Revenue Code).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in the furtherance of the purposes of this corporation.

## Article XII

Distribution of Assets. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizing under Section 501(c)(3) of the Internal Revenue Code (or corresponding provision of any future Internal Revenue Code), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed by a court of competent jurisdiction in the county in which the principal office of the corporation then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

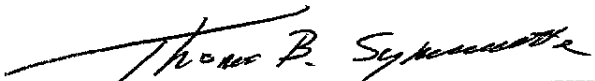
IN WITNESS WHEREOF, the undersigned does set their hand and seal and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 20 th day of March, 2000.



Odessa Rollins

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Odessa Rollins, who produced a current driver's license issued by the State of Florida Department of Motor Vehicles as identification, and they executed the foregoing Articles of Incorporation in my presence freely and voluntarily, and for the uses and purposes expressed therein. WITNESS my hand and official seal in the County and State aforesaid this 20 th day of March, 2000.



Notary Public, State of Florida



Thomas B Symonette Jr  
My Commission CC802854  
Expires January 19, 2003

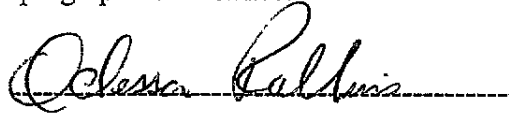
CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF PROCESS  
WITHIN THE STATE

Pursuant to Chapter 48.091 Florida Statutes the following is submitted in compliance with said Act:

Travailing Women Outreach, Inc. desiring to organize as a corporation under the laws of the State of Florida with its registered office at 1430 W Kaley Street, Orlando, Florida 32805, has named Odessa Rollins as its registered agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



By: Odessa Rollins

Registered Agent

Dated: March 20, 2000

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