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Florida Department of State

Division of Corporations
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EFFECTIVE DATE

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA NON-PROFIT CORPORATION

THE ARTHROGRYPOSIS FOUNDATION, INC.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
of
THE ARTHROGRYPOSIS FOUNDATION, INC.

EFFECTIVE DATE
05-14-01

The undersigned, for the purposes of forming a not-for-profit corporation under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

THE ARTHROGRYPOSIS FOUNDATION, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgement of these Articles.

ARTICLE III. PURPOSE

The corporation is created so as to raise funds for the patient and family support for those suffering from arthrogryposis and similar diseases; for research; and to establish special programs to enhance their quality of life; and for such other related assistance and programs that the corporation deems appropriate.

ARTICLE IV. FOUNDATION MEMBERS

The foundation members will each have one vote.

ARTICLE V.

This document prepared by: **Barbara Aronst, Esq.**
9240 Sunset Drive #211
Miami, Florida 33173
(305) 447-4633

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ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial Registered Agent of this corporation and its principal place of business is:

Martha de Norfolk
9240 Sunset Drive #114
Miami, Florida 33173

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This foundation shall have three directors initially who shall serve until their successor(s), if any, is selected at the annual meeting. If and when so permanently constituted, the number of directors of this foundation may be increased or decreased from time to time in the by-laws but shall never be less than three. The name and address of the initial Director of this corporation is:

Martha de Norfolk
9240 Sunset Drive #114
Miami, Florida 33173

Edison de La Hoz
14633 SW 132nd Avenue
Miami, Florida 33186

Barbara Areces
9240 Sunset Drive #211
Miami, Florida 33173

ARTICLE VIII. INITIAL OFFICERS

The name and address of the initial officers of this corporation is:

President/Secretary/Treasurer: Martha de Norfolk
9240 Sunset Drive #114
Miami, FL 33173

ARTICLE IX. INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Martha de Norfolk
9240 Sunset Drive #114
Miami, Florida 33173

ARTICLE X. BY-LAWS

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

ARTICLE XI. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporation powers shall be exercised by, or under the authority of the shareholders. Additionally, the business affairs of this corporation shall be managed under the direction of the members.

ARTICLE XII. MEETING BY CONFERENCE TELEPHONE

Members of the foundation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

ARTICLE XIII. INDEMNIFICATION

The foundation shall indemnify any officer, or any former officer, to the full extent permitted by law.

ARTICLE XV. AMENDMENT

Amendments to these Articles of Incorporation may be proposed by any member of the foundation and shall be adopted upon a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this ____ day of May, 2001.

WITNESS





MARTHA DE NORFOLK

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MARTHA DE NORFOLK, to me known to be the person who executed the foregoing Articles of Incorporation and she acknowledged to me that she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of May, 2001.

My commission expires:

Barbara Apices
NOTARY PUBLIC
State of Florida at Large



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ACCEPTANCE OF REGISTERED AGENT

In pursuance of Chapter 617 Florida Statutes, the following is submitted in compliance with said Act:

That THE ARTHROGRYPOSIS FOUNDATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, Dade County, Florida, has named Martha de Norfolk, 9240 Sunset Drive #114, Miami, Florida 33173, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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 provision of said Act relative to keeping open said office.



INCORPORATOR



REGISTERED AGENT

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TALLAHASSEE, FLORIDA

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