

JUDY A. HEADLEE ACCOUNTING
5500 S. E. 42ND CT.
OCALA, FL 34480
(352) 732-9223

N010000004109

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

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-06/12/01--01008--017
*****78.75 *****78.75

To whom it may concern:

Enclosed is a check for \$78.75 and the Articles of Incorporation for Caring Ways Incorporated please send us a certified copy of the Articles of Incorporation.

Thank you for your help in this matter.

Very truly yours:



JUDY A HEADLEE

FILED
01 JUN 11 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-13-01
JAC

ARTICLES OF INCORPORATION

We the undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt (s) the following Articles of Incorporation.

ARTICLE 1 **NAME OF CORPORATION**

The name of the corporation shall be
CARING WAYS, INCORPORATED
the principal place of business and mailing address of this corporation shall be:
5500 S. E. 42ND CT.
Ocala, FL 34480

FILED
01 JUN 11 AM 11:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II **TERM OF CORPORATE EXISTENCE**

This corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of filing of these Articles of Incorporation by the Department of State.

ARTICLE III **CORPORATE PURPOSE**

To create an organization to provide support, information, pillows and any other help for breast surgery patients.

ARTICLE VI **MANNER OF ELECTION OF DIRECTORS**

Any Committee member may run or be nominated for an office. The Executive Board will prepare the written ballot. Elections will be held in November of each year.

ARTICLE V **REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Kay E. Binger
1200 N. E. 30th Ave. #604
Ocala, FL 34470
(352) 351-2547

ARTICLE VI

DIRECTORS AND OFFICERS

This corporation shall have ___ directors initially; the number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than (1). The names and addresses of the initial Directors of this Corporation are:

- Section 1** President. The President shall preside at all meetings of the Members and Executive Board; Shall see that orders and resolutions of the Board are carried out; shall sign all written Instruments.
- Section 2** Vice President. The Vice President shall act in the place and stead of the President in the Event of his absence, inability or refusal to act. The vice president shall exercise and discharge such other duties as may be required of him by the Board.
- Section 3.** Secretary. The Secretary shall record the votes and keep the minutes of all meetings and proceedings requiring Board attendance; and shall perform such other duties as required by the Board.
- Section 4.** Treasurer. The Treasurer shall receive and deposit in appropriate bank accounts all monies Of the corporation; shall disburse such funds as directed by resolution of the Executive Board. The Treasurer shall co-sign all checks of the corporation; keep proper books of account; and Shall prepare an annual statement of income and expenditures to be presented at the Annual Meeting. The Treasurer will make records available upon request to the Board.
- Section 5.** Director. The Directors shall oversee the running of the Corporation.
- Section 6.** Activities Officer. The Activities Officer shall Chair the Activities Committee and oversee the entire social event.

ARTICLE VII **EXECUTIVE BOARD**

- Section 1.** Definition. The Executive Board acts as an administrative group, which serves to promote and carry out the objectives for the events.
- Section 2.** Description. Members of the Executive Board are the President, Vice President, Secretary, Treasurer, Activities Officer and Directors.
- Section 3.** Term of Office. Officers are elected for 2 year terms. Terms will run from January 1st thru December 31st and will coincide with the calendar year. No officer may serve more than Three (3) consecutive terms in the same office.
- Section 4.** Election of Officers. Any committee member may run or be nominated for an office on office on the Executive Board. The Executive Board will accept nominations during the month of November. Elections will be by written ballot prepared by the Board. Mail in ballots will be accepted. The nominee receiving the largest number of votes shall be elected.

ARTICLE VIII **MEETINGS**

- Section 1.** Executive Board Meetings. Shall be held Bi-annually or as deemed necessary by the President and its officers.
- Section 2.** Special Meetings. Any member of the Executive Board may call a special meeting with a minimum of 24 hour notification to all other Board members. Any special meetings must have 3 of the Executive Board in attendance.
- Section 3.** Agenda Items. Agenda Items should be forwarded to the Secretary 2 weeks prior to the Meeting.

ARTICLE IX **COMMITTEES**

The executive Board shall appoint committees as deemed appropriate in carrying out its purpose.

ARTICLE X **FUNDING**

- Section 1.** The corporation's year shall be a calendar year , beginning January 1st and ending December 31st.
- Section 2.** Collection of monies from donations and sponsorship will be used for the Social Events of the Corporation. This will also be used to cover administrative costs, including legal and accounting expenses.

ARTICLE XI
DISSOLUTION

In the event of dissolution, all remaining funds in the treasury shall be used to meet all existing corporation financial obligations.

ARTICLE XII
INCORPRATOR

The name and address of the incorporator of these Articles of Incorporation is:

Kay E. Binger
1200 N. E. 30th Ave. #604
Ocala, FL 34470
(352) 351-2547

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

- 1. The name of the corporation is: Larry J. Meyers, Inc.
- 2. The name and address of the registered agent and office is

Signature Kay E. Binger
Title President
Date 6-7-01

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY, I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Kay E. Binger
DATE 6-7-01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA