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TRANSMITTAL LETTER

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SECRETA TALLAHAGSEE, FLORIDA

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

200005040572--7 -03/04/02--01062--001 *****70.00 **70:****

SUBJECT: Women's Health Foundation, 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

Filing Fee & Certified Copy □ \$87.50

Filing Fee, Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

FROM: R-Charles Cury
Name (Printed or typed)

489 Penny La

Maitlant, FL 32751
City, State & Zip

407 - 629 - 7186

Daytime Telephone number

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

ARTICLES OF INCORPORATION OF WOMEN'S HEALTH FOUNDATION, INC. A Florida Not for Profit Corporation

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SECRES
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be WOMEN'S HEALTH FOUNDATION, INC.

ARTICLE II. PRINCIPAL OFFICE

The mailing address and principal office of the Corporation is 1621 N. Mills Avenue, Orlando, Florida 32803.

ARTICLE III. PURPOSE

The purposes for which the Corporation is organized are the following:

- A. To operate exclusively for charitable, educational, religious and scientific purposes as referred to in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law.
- B. This Corporation is a not for profit Corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this Corporation is to support and assist, and to make grants and gifts in aid, and support and assistance of various charitable and health organizations and individuals. In carrying out such purpose, the Corporation shall have the power to exercise all rights conferred by the laws of the State of Florida upon nonprofit corporations.

ARTICLE IV. BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of, a Board of Directors. The number of Directors on this Corporation's Board of Directors shall initially be three (3) provided, however, that the number of Directors may be increased or decreased from time to time, as provided in this Corporation's Bylaws, but shall never be less than three (3) nor more than nine (9). Such Directors are to be elected or appointed in the manner provided for by the Corporation's Bylaws.

ARTICLE V. LIABILITY OF DIRECTORS

As fully as possible under the laws of the State of Florida as they now exist and as they may from time to time be revised, the Corporation intends that its Directors be protected from legal action by persons (natural or otherwise) on account of service as Directors of the Corporation. A Director shall not be liable for damages for actions of the Corporation to any person (natural or otherwise) unless such Director engaged in personal fraud affecting such action or actions of the Corporation.

ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the individual who is currently serving as this Corporation's registered agent is R. Charles Curry, III, 489 Penny Lane, Maitland, FL 32751.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of this Corporation is R. Charles Curry, III, 489 Penny Lane, Maitland, FL 32751.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 2% day of _________, 2002.

Personally Known TOR Produced Identification

Type of I.D. Produced

R. Charles Curry, II

STATE OF FLORIDA COUNTY OF ORANGE

On this <u>28</u> day of <u>February</u> 2002, before me, the undersigned Notary Public, R. Charles Curry, III personally appeared before me and signed and acknowledged signing these Articles of Incorporation of WOMEN'S HEALTH FOUNDATION, INC.

Notary Public, State of Florida

R. VICKI CREWS

Notary Public-State of Florida

Pry Commission Expires Sep 5, 2004

Commission & CC965332

(Prim wordly Name Here)

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ACKNOWLEDGEMENT BY REGISTERED AGENT

The undersigned hereby acknowledges that, as set forth in the foregoing Articles of Incorporation, he is presently serving as Registered Agent of WOMEN'S HEALTH FOUNDATION, INC. Pursuant to Section 617.0501(3), Florida Statutes (1991), I hereby state that I am familiar with and will continue to perform the duties, obligations and responsibilities as Registered Agent for said Corporation.

February, 2002. Dated this <u>28</u> day of __

Personally Known FOR Produced Identification

Type of I.D. Produced_

R. Charles Curry, III