

# NO2000002295

## TRANSMITTAL LETTER

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

600005145816--8  
-03/22/02--01032--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**SUBJECT:** World Humanitarian 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  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Henry C. Cohen, Esq.  
Name (Printed or typed)  
Cohen & Grigsby, P.C.  
27200 Riverview Center Blvd., Suite 309  
Address  
Bonita Springs, FL 34134  
City, State & Zip  
941-390-1900  
Daytime Telephone number

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 MAR 22 AM 9:36

FILED

BM 3/29

**ARTICLES OF INCORPORATION**

In Compliance with Chapter 617, F.S., (Not For Profit)

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02 MAR 22 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I      NAME**

The name of the corporation shall be:

WORLD HUMANITARIAN FOUNDATION, INC.

**ARTICLE II      PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

400 Lenell Road, Fort Myers Beach, FL 33931

**ARTICLE III      PURPOSE**

The purpose for which the corporation is organized is:

The corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations described under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

The corporation shall not engage in any activity that would prevent it from qualifying, and continuing to qualify, as a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director, officer or other person; provided, however, that the corporation is authorized to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth herein.

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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon dissolution of the corporation, the corporation's assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not so

disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE IV MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

The Initial Directors shall be as set forth in Article V of these Articles of Incorporation. Subsequent directors to be elected at the annual meeting of the Board, and each Director shall hold office until his successor is elected and qualified. Vacancies and newly created directorships resulting from any increase in the authorized number of Directors shall be filled by a majority of the remaining number of the Board, though less than a quorum, and each person so elected shall be a Director for the balance of the unexpired term.

**ARTICLE V INITIAL DIRECTORS/OFFICERS**

The name(s), address(es) and titles(s):

Dr. James S. Hendershot      Director, CEO & President  
400 Lenell Road  
Ft. Myers Beach, FL 33931

Henry C. Cohen      Director & Secretary  
27200 Riverview Center Blvd., Suite 309  
Bonita Springs, FL 34134

E. Kenneth Knutsen      Director & Treasurer  
c/o Colonial Bank  
27200 Riverview Center Blvd.  
Bonita Springs, FL 34134

**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent are:

Cohen & Grigsby, P.C.  
27200 Riverview Center Blvd., Suite 309  
Bonita Springs, FL 34134

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator are:

Henry C. Cohen, Esq.  
27200 Riverview Center Blvd., Suite 309  
Bonita Springs, FL 34134

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

CONNOR A GARIBAY, PS.

By:           H C Cole          

Signature/Registered Agent *Vice-President*

          3/13/02          

Date

          H C Cole          

Signature/Incorporator

          3/13/02          

Date

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TALLAHASSEE, FLORIDA