

No2000002412

Edward L. Young, Jr.
Attorney At Law
1218 Lornewood Drive
Valrico, Florida 33594
(813) 651-4242

March 7, 2002

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

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-03/11/02--01037--016
*****78.75 *****78.75

Re: Incorporation: Womens Resource International, Inc.

Dear Sir/Madam:

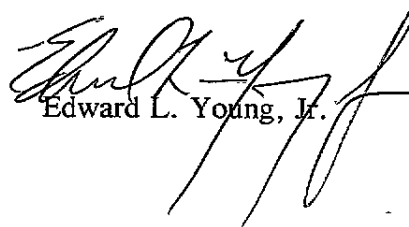
Enclosed please find the following:

1. One original and a copy of the Articles of Incorporation for the above referenced corporation.
2. A check in the amount of \$78.75 made payable to the Secretary of State to cover the appropriate filing fees.

Please file the Articles of Incorporation and return your Certificate of Incorporation and a certified copy of the Articles of Incorporation to me at the above address.

If you have any questions or problems, please contact me at (813) 651-4242. Thank you in advance for your cooperation.

Sincerely,


Edward L. Young, Jr.

Enclosures

02 APR -2 PM 12:40

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BR 413
W527628



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 19, 2002

EDWARD L. YOUNG, JR., ESQ.
1218 LORNEWOOD DR
VALRICO, FL 33594

SUBJECT: WOMENS RESOURCE INTERNATIONAL, INC.
Ref. Number: W02000007628

We have received your document for WOMENS RESOURCE INTERNATIONAL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The above named entity is listed as an active entity with our office; therefore, the document(s) submitted is/are not required.

If you have any further questions concerning your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 402A00016454

**ARTICLES OF INCORPORATION
OF
WOMENS RESOURCE INTERNATIONAL FOUNDATION, INC.
(A Not for Profit Corporation under Chapter 617, Florida Statutes)**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR -2 PM 12:41

ARTICLE I - NAME

The name of this Corporation is: Womens Resource International Foundation, Inc.

ARTICLE II - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III - PURPOSE

The Corporation is formed for the following purposes: To coordinate and provide physical and healthcare resources, counselling, and education to all women and children regardless of their socio-economic status. The corporation will also coordinate physical and healthcare resources with community groups and churches in local communities throughout the United States and abroad.

The Corporation shall not engage in any action prohibited by the Florida Not for Profit Corporation Act or by the Internal Revenue Code and no part of the net earnings shall inure to benefit or be distributed to its members, directors or officers. However, the Corporation may pay reasonable compensation to any member, director, or officer for reasonable service.

ARTICLE IV - NON-STOCK BASIS

The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock. The Corporation may issue membership certificates as provided in the corporate bylaws.

ARTICLE V - PRINCIPAL OFFICE

The principal office or mailing address of the Corporation is:

125B N. Moon Avenue
Brandon, Florida 33510

ARTICLE VI - INITIAL REGISTERED AGENT AND AGENT'S ADDRESS

A. The street address of the initial Registered Agent of this Corporation is:

125B N. Moon Avenue
Brandon, Florida 33510

B. The name of the initial Registered Agent of this Corporation at such address is:

Michael J. Crudele

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than three. The name and address of the initial Directors of this Corporation are:

Michael J. Crudele
125B N. Moon Avenue
Brandon, Florida 33510

Steve I. Arkin
125B N. Moon Avenue
Brandon, Florida 33510

Robert Ledenham
125B N. Moon Avenue
Brandon, Florida 33510

ARTICLE VIII - MANNER OF ELECTION OF DIRECTORS


The Board of Directors shall be elected as provided in the corporation's by-laws.

ARTICLE IX - INCORPORATOR

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

Michael J. Crudele
125B N. Moon Avenue
Brandon, Florida 33510

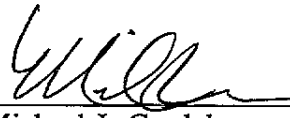
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of March, 2002.



Michael J. Crudele, Director

ACKNOWLEDGEMENT OF RESIDENT AGENT

Having been named as Registered Agent and to accept service of process for WOMENS RESOURCE INTERNATIONAL FOUNDATION, INC., at the place designated in this Certificate as, 125B North Moon Avenue, Brandon, Florida 33510, I hereby accept the appointment to act in this capacity. I further agree to comply with the provisions of all Florida Statutes, relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Michael J. Crudele

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR -2 PM 12:41