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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : RONALD CUTLER
Account Number : I20000000005
Phone : (904)788-4480
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**FLORIDA NON-PROFIT CORPORATION
WOMEN'S CANCER SUPPORT SERVICES, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	01
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ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Women's Cancer Support Services, Inc.

ARTICLE II PRINCIPAL OFFICE

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

300 Sevilla Avenue
Suite 215
Coral Gables, FL 33134

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed: is in accordance with the by-laws of the corporation.

ARTICLE V INITIAL DIRECTORS

The names and addresses of the directors of the corporation are:

Cynthia S. Eisaman	Ronald Cutler	Frederick Sherburne
14541 SW 94 Lane	1172 Pelican Bay Drive	300 Sevilla Avenue #215
Miami, FL 33186	Daytona Beach, FL 32119	Coral Gables, FL 33134

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ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Frederick Sherburne
300 Sevilla Avenue #215
Coral Gables, FL 33134

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Frederick Sherburne
300 Sevilla Avenue #215
Coral Gables, FL 33134

ARTICLE VIII NET EARNINGS OF THE CORPORATION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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.

ARTICLE X EFFECTIVE DATE

The effective date of this corporation shall be February 3, 2003.

ARTICLE XI ASSETS OF THE CORPORATION IN DISSOLUTION

Upon the dissolution of the corporation, 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

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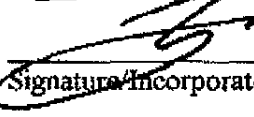
of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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.



Signature/Registered Agent

2/3/2003
Date



Signature/Incorporator

2/3/2003
Date

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