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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 9, 2003

MICHAEL PREMPIN  
550 SW 62ND TERR.  
MARGATE, FL 33068

20609

SUBJECT: HYGEIA, INC.  
Ref. Number: W03000016399

We have received your document for HYGEIA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Wanda Cunningham  
Document Specialist  
New Filings Section

Letter Number: 703A00035891

**ARTICLES OF INCORPORATION  
OF  
HYGEIA PROJECT, INC**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 JUL 17 PM 4: 19

A Nonprofit Corporation

The undersigned, acting as the incorporator of **HYGEIA PROJECT, INC**, under chapter 617, Florida Statutes, submits the following Articles of Incorporation

**ARTICLE ONE: NAME**

The name of this corporation is: **HYGEIA PROJECT, INC**

**ARTICLE TWO: DURATION AND COMMENCEMENT**

The corporation will exist perpetually, commencing with the filing of these Articles of Incorporation with the Florida Department of State

**ARTICLE THREE: PURPOSE**

The corporation is organized exclusively for such charitable, educational literary or scientific purposes, as it will qualify it for exemption from federal tax as an organization described by Section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law. Within the scope of the foregoing, the Corporation is specifically organized and empowered:

The purposes for which this corporation is organized are:

To accept, hold, administer invest and disburse for such purposes or for other scientific, educational literary, charitable or religious purposes, such funds as may from time to time be given to it by any person, persons or corporations; and receive gifts and make financial and other types of contributions and assistance to scientific, educational literary, charitable and religious organizations and;

To engage in such other activities as are necessary, appropriate, or convenient to the furtherance of the foregoing stated purpose and permitted under the laws of Florida and of the United States.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, unless such member, director, officer or other private person is itself an organization qualifying for exemption from federal income tax as an organization described by

Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding section of any future United States Internal Revenue Law and except as reasonable compensation for services rendered or to make payments and distributions in the furtherance of Article Three. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of Internal Revenue Code of 1986), 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 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 of 1986, or corresponding sections of any United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

#### **ARTICLES FOUR: MEMBERS**

The qualification for members of the corporation and the manner of their admission shall be as regulated by the bylaws.

#### **ARTICLE FIVE: INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is **2223 NW 64<sup>th</sup> Avenue Sunrise, Florida 33313** and the Corporation's initial registered agent at the address is **Michael S. Prempin**

  
Signature of Registered Agent

Date 7/13/03

Michael S. Prempin  
Print Name

#### **ARTICLE SIX: ADDRESS**

The address of the Corporation's initial principle office is (**2223 NW 64<sup>th</sup> Avenue Sunrise, Florida 33313** )The corporation's initial mailing address is (**2223 NW 64<sup>th</sup> Avenue Sunrise, Florida 33313**)

## ARTICLE SEVEN: DIRECTORS

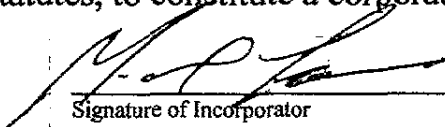
The board of directors of the Corporation shall consist of not less than three nor no more than eleven members. The Corporation's bylaws shall specify the number of directors to serve between three and eleven the names and addresses of the members of the Corporation's initial board of directors are

1. **Marlinda Quintana-Jefferson 3951 NW 25<sup>th</sup> Way, Boca Raton, Florida 33434**
2. **Nancy K. Beausejour 10621 NW 45<sup>th</sup> St. Coral Springs, Florida 33065**
3. **Sonia Duncan 4652 NW 1<sup>st</sup> Street Plantation Fl 33317**

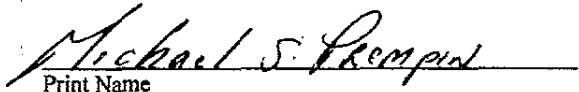
The method of election of board members shall be stated in the bylaws of the Corporation

## ARTICLE EIGHT: INCORPORATOR

The name and address of the incorporator is **Michael S. Prempin, HYGEIA PROJECT, INC. (550 SW 62<sup>nd</sup> Terrace Margate, Florida 33068)** The incorporator of the corporation assigns to the corporation his rights under Section 617.013, Florida Statutes, to constitute a corporation

  
Signature of Incorporator

Date 7/13/03

  
Print Name

## ARTICLE NINE: DISSOLUTION

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed for one or more exempt purpose within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed by the Circuit Court for the county in which the principle office of the Corporation is then located, which are organized and operated exclusively for such purposes.

## ARTICLE TEN: AMENDMENTS

The corporation reserves the rights to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law