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TALLAHASSEE, FLORIDA

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Egg Donation + Surrogacy
Professional Association, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

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- ☒ Art of Inc. File _____
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- _____ Fictitious Search _____
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ARTICLES OF INCORPORATION

OF

EGG DONATION & SURROGACY PROFESSIONAL ASSOCIATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, pursuant to Florida Statute 617, and hereby certify as follows:

ARTICLE I - Name

The name of this corporation shall be:

EGG DONATION & SURROGACY PROFESSIONAL ASSOCIATION, INC.

ARTICLE II - Principal Office

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

1420 SE 47th Street, Cape Coral, FL 33904

ARTICLE III - Purpose

The general purpose of this non-profit corporation shall be as follows:

To do and conduct all activities legally permissible as a Florida not for profit corporation, including but not limited to promoting the needs of professionals and their clients in egg donation and surrogacy and related fields.

ARTICLE IV - Manner of Election

The manner in which the directors are elected or appointed:

Board of Directors

Section 1. The corporation shall be organized on a non-stock basis and shall have no members. The business affairs of this corporation shall be managed by the Board of Directors who shall have and exercise all the powers of the corporation permitted by federal law, state law, these Article of Incorporation and the Bylaws of the corporation which from time to time may be amended or modified.

Section 2. This corporation shall have up to ten (10) directors initially, who shall have staggered terms and whose vacancies shall be filled annually, unless changed by the

Bylaws. Three initial directors shall have a term of two years and four initial directors shall have a terms of three years. Thereafter, all directors shall have two year terms. Board of Directors shall be self perpetuating in that the remaining board members shall elect the new board members. The number of directors may be increased from time to time by the Bylaws, but shall never be less than three.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 4. The names and addresses of the persons who are to serve as the initial Board of Directors for the ensuing year or until the first annual meeting of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
Robert Terrenzio	802 North Alafaya Trail, Orlando, FL 32826
Harold S. Eskin	1420 SE 47 th St., Cape Coral, FL 33904
Stacie Lykins	2880 David Walker Dr., #113, Eustis, FL 32726
Christine Welch	3800 W. Bay to Bay Blvd., #13, Tampa, FL 33629
Sharon LaMothe	3800 W. Bay to Bay Blvd., #13, Tampa, FL 33629
Souad Dreyfus	3412 Clark Rd. #100, Sarasota, FL 34231
Laura Fretwell	3760 Carabela Ln., Pace, FL 32571
Stanley Brenner	20283 State Rd. 7, Ste. 400, Boca Raton, FL 33498
Judith Burnett	5931 Brick Ct., Winter Park, FL 32792
Barbara Feinberg	15961 N. Florida Ave., Ste A., Lutz, FL 33549

ARTICLE V - Initial Directors and/or Officers

The names and residences of the Initial Directors and/or Officers are as follows:

Name/Title:	Address:
Robert Terrezio/President	802 North Alafaya Trail, Orlando, FL 32826
Harold S. Eskin/V.President	1420 SE 47 th St., Cape Coral, FL 33904
Stacie Lykin/Secretary	2880 David Walker Dr., #113, Eustis, FL 32726
Christine Welch/Treasurer	3800 W. Bay to Bay Blvd., #13, Tampa, FL 33629

ARTICLE VI - Incorporator

The name and address of the incorporator is:

Harold S. Eskin	1420 SE 47 th St., Cape Coral, FL 33904
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ARTICLE VII - Registered Agent and Street Address

The street address of the initial registered office of this corporation is 1420 SE 47th

St., Cape Coral, FL 33904, and the name of the initial registered agent of this corporation at that address is Harold S. Eskin.

IN WITNESS WHEREOF, the subscribers hereto have hereunto set their hands and seals this 8th day of Nov. 2006.

Having been named to accept service of process for the above stated corporation, at 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



Signature/Incorporator

STATE OF FLORIDA
COUNTY OF LEE

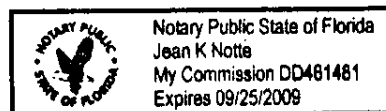
BEFORE ME, the undersigned authority, personally appeared Harold S. Eskin, who after being by me first duly sworn, acknowledged that they executed the foregoing Articles of Incorporation of Egg Donation & Surrogacy Professional Association, Inc., a Florida corporation not for profit, for the purposes therein expressed.

WITNESS my hand and official seal, at the state and county aforesaid, this 8 day of November, 2006.



Notary Public

My Commission Expires:



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CLERK OF STATE
TALLAHASSEE, FLORIDA