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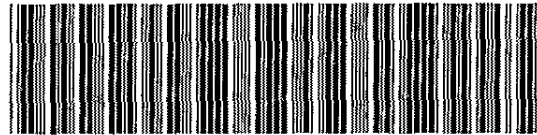
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(Business Entity Name)

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2007 AUG -9 P 1:58

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. WHITE AUG -9 2007

## COVER LETTER

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

SUBJECT: Women Grow Strong, 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: Bernadette A. Morris  
Name (Printed or typed)

975 North Miami Beach Blvd.  
Address

North Miami Beach, FL 33162  
City, State & Zip

305-948-8063  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S., (Not for Profit)

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**ARTICLE I NAME**

The name of the corporation shall be: **Women Grow Strong, Inc.**

2007 AUG -9 P 1:58

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TALLAHASSEE, FLORIDA

**ARTICLE II PRINCIPAL OFFICE**

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

975 North Miami Beach Blvd.  
North Miami Beach, FL 33162

**ARTICLE III PURPOSE**

This corporation is organized solely for charitable, religious, and educational purposes pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617, Florida Statutes. This corporation is further organized to operate exclusively in any other manner for such other purposes as will qualify this corporation as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. More specifically, this corporation is organized to provide women a number of support tools and mechanisms, through training, counseling and education, that will help foster a stronger, healthier and purpose driven life.

**ARTICLE IV MANNER OF ELECTION**

The affairs and business of the corporation shall be conducted by a board of directors consisting of the number of directors determined by the by-laws of the corporation, but this number shall not be less than three (3) directors. Actions taken by the board of directors shall be accomplished by the affirmative vote of a majority of the directors. Directors shall be elected in the manner prescribed in the by-laws of this Corporation, as in effect from time to time. Directors may be removed and vacancies on the board of directors shall be filled in the manner provided for in the by-laws.

**ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS**

The names, address and titles of the Directors / Officers are:

Pres.:	Bernadette A. Morris	975 N. Miami Beach Blvd, N. Miami Beach, FL 33162
VP/Secy.:	Colin Morris	975 N. Miami Beach Blvd, N. Miami Beach, FL 33162
Director:	Patricia Allen	975 N. Miami Beach Blvd, N. Miami Beach, FL 33162

#### **ARTICLE VI INITIAL REGISTERED AGENT**

The name and street address of the registered agent is:

Colin Morris  
975 North Miami Beach Blvd.  
North Miami Beach, FL 33162

#### **ARTICLE VII INCORPORATOR**

The name and street address of the Incorporator is:

Bernadette A. Morris  
975 North Miami Beach Blvd.  
North Miami Beach, FL 33162

#### **ARTICLE VIII EXISTENCE AND DISSOLUTION**

This corporation shall have a perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Secretary of State, State of Florida. 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 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 IX CORPORATE POWERS**

This corporation shall have all the corporate powers provided under Section 617.0302, Florida Statutes, subject to the following limitations on corporate powers:

9.01 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 III 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; and

9.02 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office; and

9.03 This corporation shall not possess or exercise any power of authority either expressly, by interpretation, or by operation of law that will prevent it at any time from qualifying and continuing to qualify as a corporation described in §501(c) (3) of the Code and this corporation shall not engage in any activity which would cause the loss of such qualification; and

9.04 This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

#### **ARTICLE X**

The affairs of this corporation shall be administered by officers duly appointed by the board of directors at its first meeting following their designation as directors and thereafter at the annual meeting. Officers shall serve at the pleasure of the board of directors.

#### **ARTICLE XI**

Unless otherwise provided for in the by-laws from time to time adopted or amended, this corporation shall have no members.

#### **ARTICLE XII**

The board of directors shall adopt by-laws of the corporation to provide for the internal control and government of the corporation and shall have the power to amend and repeal the same.


#### **ARTICLE XIII**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto as provided for in the by-laws.

**ARTICLE XIV**

Every member and every officer of the corporation shall be indemnified by the corporation against all expenses or liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be a party, or in which he or she may become involved, by reason of his or her being or having been a member or officer of the corporation, whether or not he or she is a member or officer of the corporation at the time such expenses or liabilities are incurred, except in such cases wherein such member or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such member or officer may be entitled.

IN WITNESS WHEREOF, the undersigned incorporator, **Bernadette A. Morris**, has executed these Articles of Incorporation on behalf of this Corporation on this 8<sup>th</sup> day of August, 2007.

  
\_\_\_\_\_  
Bernadette A. Morris  
Incorporator

*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.*

  
\_\_\_\_\_  
Colin Morris, Registered Agent

8-8-07  
Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA