

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
 Fax Number : (850) 617-6381

From:
 Account Name : LEGALZOOM.COM INC.
 Account Number : I20010000062
 Phone : (323) 962-8600
 Fax Number : (323) 962-3889

FLORIDA PROFIT/NON PROFIT CORPORATION

Ruby-Ellis Foundation, Inc.

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Florida Dept of State



February 21, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

LEGALZOOM.COM INC.

SUBJECT: RUBY-ELLIS FOUNDATION, INC.
REF: W08000009274

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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

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Justin M Shivers
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P.O BOX 6327 - Tallahassee, Florida 32314

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TRANSMITTAL LETTER

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

SUBJECT: Ruby-Ellis Foundation, 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: Tania Lemus, Legalzoom.com, Inc.
Name (Printed or typed)

7083 Hollywood Blvd. Ste. 180
Address

Los Angeles, CA 90028
City, State & Zip

323.962.8600 x 529
Daytime Telephone number

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

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2008-05-13 19:40

CHANDRA HENRY

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18007730888

P 2/2

May 13, 2008

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

Re: Release of Corporation Name
Ruby-Ellis Foundation, LLC
Document No: L05 000 097 506
Fictitious Name Registration No: G07 054 900 325

To Whom It May Concern:

I, Chandra Henry, previously owned the entity name "Ruby-Ellis Foundation, LLC," and wish to use the name to form a Non-Profit Corporation using the name "Ruby-Ellis Foundation, Inc."

I am allowing LegalZoom to use the name to file this entity for me.

Thank you,


Chandra A. Henry, M.D.

cc: Shamilah K. of LegalZoom

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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:

Ruby-Ellis Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE

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

2946 Peach St., Leesburg, FL 34748

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Chandra A. Henry, M.D., President 2946 Peach St., Leesburg, FL 34748

Tanesha M. Handy, M.D., Secretary 2946 Peach St., Leesburg, FL 34748

Chandra A. Henry, M.D., Treasurer 2946 Peach St., Leesburg, FL 34748

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESSThe name and Florida street address of the registered agent is:

Chandra A. Henry, M.D., 2946 Peach Street, Leesburg, FL 34748-6433

ARTICLE VII INCORPORATORThe name and address of the Incorporator is:

Tania Lemus, Legalzoom.com, Inc., 7083 Hollywood Blvd. Ste. 180, Los Angeles, CA 90028

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Chandra A. Henry, M.D.

1/23/08
Date


Signature/Incorporator Tania Lemus, LegalZoom.com, Inc., Assist. Secretary

5/15/08
Date

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**Attachment to
Articles of Incorporation of
Ruby-Ellis Foundation, Inc.**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. This Corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is to provide lectures and forums on women's health issues and fund research addressing disparities in women's healthcare.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue 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

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

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.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

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