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2009 MAY 15 AM 8:55

5/19/09

## COVER LETTER

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

SUBJECT: Space Coast Ovarian/Gynecologic Cancer Alliance, 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: Arcadier & Associates  
Name (Printed or typed)

2815 W. New Haven Ave Suite 304  
Address

Melbourne, FL 32904  
City, State & Zip

(321) 953-5998  
Daytime Telephone number

arcadier@wma.law.com  
E-mail address: (to be used for future annual report notification)

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

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**ARTICLES OF INCORPORATION**

**OF**

**Space Coast Ovarian/Gynecologic Cancer Alliance, Inc.**

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, and IRS Code, Chapter 501 (c), the undersigned hereby make, adopt and subscribe the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation shall be **Space Coast Ovarian/Gynecologic Cancer Alliance, Inc.**

**ARTICLE II. PURPOSE**

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

The general nature, objects and purposes of the Corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for health, welfare, scientific, educational, environmental, cultural, or other charitable purposes, including:

- i. To distribute property in accordance with the terms of gifts, bequests, or devises made to the Corporation which are consistent with its purposes, including dissemination of information; or
- ii. To modify any restriction or condition on the administrations and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors, such restriction or condition becomes, in effect, unnecessary , incapable of fulfillment, or inconsistent with the designated purposes of the Corporation.

No part of the next earning 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 the purpose clause 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 organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this documents, the Corporation shall not carry on any other activities not

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permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Specific nature, objects and purposes of the Corporation shall initially be to provide and disseminate health information as it pertains to Ovarian Cancer and Gynecological issues. The Corporation may have other specific natures, objects and purposes consistent with this Article II as determined by the members of the Corporation (the "Members") from time to time.

### **ARTICLE III. BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors, as determined pursuant to the provisions of the Bylaws of the Corporation. The method of election for the Directors of the Corporation shall be as stated in the Bylaws of the Corporation.

### **ARTICLE IV. CORPORATE EXISTENCE**

The existence of this Corporation shall be perpetual, unless dissolved according to law.

### **ARTICLE V. BYLAWS**

The incorporators of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the Directors of the Corporation in the manner provided in the Bylaws.

### **ARTICLE VI. REGISTERED AGENT PRINCIPAL OFFICE**

The street address of the initial registered office of the Corporation is Arcadier and Associates, P.A. 2815 West New Haven Ave, Suite 304, Melbourne, Florida 32904. The principal address and mailing address shall be: 1760 Vally Road, Grant-Valkaria, FL 32950.

### **ARTICLE VII. INCORPORATORS**

The names and addresses of the incorporators to these Articles of Incorporation are as follows:

Mr. & Mrs. Van Asdale, 1760 Vally Road, Grant-Valkaria, Florida 32950

### **ARTICLE VIII. MEMBERS**

The Corporation shall have members as provided in the Bylaws of the Corporation.

#### **ARTICLE IX. OFFICERS**

The Corporation shall have officers as provided in the Bylaws of the Corporation.

The initial Officers shall be:

**President** – Mrs. Constance Van Asdale  
1760 Vally Road  
Grant-Valkaria, FL 32950

**Secretary** - Mrs. Constance Van Asdale  
1760 Vally Road  
Grant-Valkaria, FL 32950

**Treasurer** – Mrs. Rina Harrington  
3381 Monarch Street  
Melbourne, FL 32934

#### **ARTICLE X. COMMITTEES**

The Corporation may establish committees as provided in the Bylaws of the Corporation,

#### **ARTICLE XI. DISTRIBUTION UPON DISSOLUTION**

The corporation may be dissolved upon the affirmative vote of two-thirds of all of the Members of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 50( c )(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Circuit Court 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.

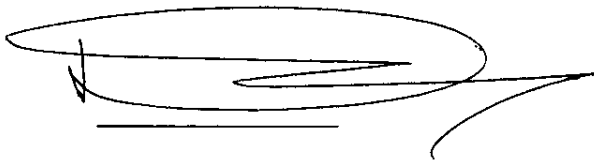
#### **ARTILCE XII AMENDMENT**

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter as prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of  
Incorporation this 12 of May, 2009.

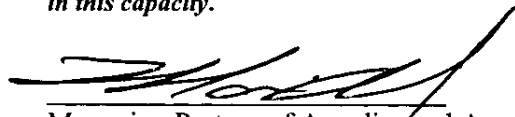
Constance M. Asdale

Constance Van Asdale  
1760 Vally Road  
Grant-Valkaria, FL 32950

A handwritten signature in black ink, appearing to read "David Van Asdale II", written over a horizontal line. The signature is stylized with a large loop and a long horizontal stroke.

David Van Asdale II  
1760 Vally Road  
Grant-Valkaria, FL 32950

*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.*



Managing Partner of Arcadier and Associates, P.A.

5/12/9  
Date

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