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### MATTHEW C. BOTHWELL, P.A.

ATTORNEY AT LAW

August 30, 2010

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

RE: Filing Articles of Incorporation for

Laurie's Voice, Inc.

To Whom It May Concern:

Enclosed herewith please find the original Articles of Incorporation for Laurie's Voice, Inc. along with check number 098 in the amount of \$78.50 as payment for filing same. I would ask that you please file these Articles in accordance with the laws of the State of Florida and return a certified copy of the same to my office.

Thank you and if you have any questions, please do not hesitate to contact me.

Sincerely.

Matthew C. Bothwell



## ARTICLES OF INCORPORATION OF LAURIE'S VOICE, INC. A Florida "Not for Profit" Corporation

10 SEP - I PH 1: 15 SECRETARY OF STATE

The undersigned incorporator, for the purpose of forming a not for profit corporation under Chapter 617 of Florida Statutes, hereby adopts the following Articles of Incorporation:

#### Article I

#### CORPORATE NAME

The name of the corporation is LAURIE'S VOICE, INC.

#### Article II

#### LOCATION/MAILING ADDRESS

**PRINCIPAL OFFICE:** The principal office of the corporation is located at 1026 13th St. North, Jacksonville Beach, FL 32250.

**MAILING ADDRESS:** The mailing address of the corporation is P.O. Box 1961, Ponte Vera Beach, Florida 32004.

#### Article III

#### **REGISTERED AGENT**

The registered agent of the corporation is Matthew C. Bothwell. The address of this registered agent is 310 Third Street, Neptune Beach, Florida 32266.

#### Article IV

#### **DURATION/MEMBERSHIP**

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

#### Article V

#### **INCORPORATORS**

The name and address of the incorporator is: Aimee Green, 1026 13th St. North, Jacksonville Beach, FL 32250.

#### Article VI

#### CORPORATE PURPOSE

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

- 1. This corporation is formed exclusively for charitable, scientific and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, including, for such purposes as the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 2. More particularly, to conduct programs and activities, sponsor research, sponsor promotions, raise funds, request and receive grants, gifts, contributions, dues and bequests of money, real and personal property; or acquire, receive hold, invest and administer, in its own name, securities, funds, objects of value, or other property, real or personal; and make expenditures and distributions to or for the benefits of spreading awareness and educating communities about mood disorders.
- 3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
- 4. All of the foregoing purposes shall be exercised exclusively for charitable, scientific and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

#### Article VII

#### NO PRIVATE INURNMENT

The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually

performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.

#### Article VIII

#### DISSOLUTION

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(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 public purpose. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

#### Article IX

#### **DIRECTORS**

Directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of directors be fewer than three (3).

The name and addresses of the original Directors of the Corporation are as follows:

Aimee Green, President 1026 13th Street North Jacksonville Beach, FL 32250

Jennifer Waller, Vice President 132 Lagoon Forrest Dr. Ponte Vedra Beach, FL 32082

Joseph Malzacher, Vice President 1300 Shetter Ave # 7205 Jacksonville Beach, FL 32250

Matthew C. Bothwell, Secretary 120-B Myra Street Neptune Beach, FL 32266

#### Article X

#### INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

#### **EXECUTION**

These Articles of Incorporation are hereby executed by the incorp  Aimee Green Incorporator	orator on the SECRETARY OF SIME	10 SEP - 1 PM 1: 15
REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT		
I hereby accept my appointment as registered agent for Laurie's Florida not for profit corporation.	Voice, Inc.,	а
Matthew C. Rothwell  Date: 6/30/10		