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GRANT FRIDKIN 39-514-03

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FLORIDA PROFIT/NON PROFIT CORPORATION

Women's Fund of Southwest Florida, Inc.

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July 11, 2011

FLORIDA DEPARTMENT OF STATE

Division of Corporations

GRANT, FRIDKIN, PEARSON, ATHAN & CROWN, P.A.

SUBJECT: WOMEN'S FUND OF SOUTHWEST FLORIDA
REF: W11000036486

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

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

If you have any further questions concerning your document, please call (850) 245-6949.

Thomas Chang
Regulatory Specialist II
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GRANT FRIDKIN 239-514-0377

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Articles Of Incorporation
Of
Women's Fund of Southwest Florida, Inc.
a Florida Not-For-Profit Corporation

The undersigned, for the purposes of forming a not-for-profit corporation under Chapter 617 of the Florida Business Corporation Act, does hereby certify as follows:

I
Corporate Name

The name of the Corporation is
WOMEN'S FUND OF SOUTHWEST FLORIDA, INC.

II
Corporate Address

The address of the principle office and the mailing address of the corporation is:

c/o 27320 Hidden River Court
Bonita Springs, Florida 34134

III
Not For Profit

A. The Corporation is a not-for-profit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under law.

B. Notwithstanding any other provisions of these Articles, this organization shall not engage in any activities not permitted to be carried on by an organization exempt from Federal Income Tax under § 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or the corresponding provision of any future United States Internal Revenue Law.

IV Corporate Purposes

A. The Corporation is organized exclusively for charitable, religious, educational, literary, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Code, or the corresponding provision of any subsequent federal tax law. In furtherance of such purposes, the Corporation is organized and will be operated primarily to make positive social change for the women and children of the Southwest Florida. To this end the Corporation will primarily focus its efforts in the following areas:

- (1) Early care and education to counteract women and children that live in poverty;
- (2) Teen health issues; and
- (3) The prevention of violence against women.

B. The Corporation may acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereto in furtherance of the purposes of the Corporation.

C. The Corporation may do such things and perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Sections 501(c)(3), or other applicable sections of the Code, with all the power conferred on nonprofit corporations under the laws of the State of Florida.

V Limitation

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 herein. 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 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 provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Code or the corresponding provision of any subsequent federal tax law, or (b) by an organization contributions to which are deductible under Section 170(c)(2) of the Code or the corresponding provision of any subsequent federal tax law.

VI Election of Directors

The initial Board of Directors of the Corporation shall be comprised of four (4) persons. The Directors shall be elected annually, in accordance with the Bylaws. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws. The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until their successors shall have been elected and qualify are as follows:

Lalai Hamric
c/o 27320 Hidden River Court
Bonita Springs, Florida 34134

Lou Pontius
c/o 27320 Hidden River Court
Bonita Springs, Florida 34134

Brenda Tate
c/o 27320 Hidden River Court
Bonita Springs, Florida 34134

Linda Uhler
c/o 27320 Hidden River Court
Bonita Springs, Florida 34134

VII No Members

The Corporation shall not have Members and shall not issue membership certificates.

VIII Nonstock Basis

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

IX

Commencement of Existence

The Corporation shall be deemed to commence upon the acceptance of these Articles of Incorporation for filing by the Secretary of State, of the State of Florida.

X

Duration

The duration of the corporation is perpetual.

XI

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be care of GFPAC Services, LLC, 5551 Ridgewood Drive, Suite 501, Naples, Florida 34108.

The name of the initial registered agent of the Corporation at the registered office shall be GFPAC SERVICES, LLC.

XII
Dissolution

Upon dissolution of this corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose all of the assets of the Corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future federal tax code.

XIII
Incorporator

The name and address of the Incorporator of the Corporation is:

G. Helen Athan, Esq.
c/o Grant, Fridkin, Pearson, Athan & Crown, P.A.
5551 Ridgewood Drive, Suite 501
Naples, FL 34108

XIV
Amendment, Fundamental Corporate Change

These Articles of Incorporation may not be amended, nor may the Corporation adopt a plan of merger, consolidation, or dissolution, without the affirmative votes of not less than two thirds of the whole Board of Directors. Further, the Corporation may not sell, lease, exchange, mortgage, pledge, or otherwise dispose of all or substantially all of its property outside the regular course of business without the affirmative votes of not less than two thirds of the whole Board of Directors.

JUL 11. 2011 2:17PM

GRANT FRIDKIN 239-514-0377

NO. 6702 P. 9/10

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of
Incorporation this 5th day of July, 2011.

G. Helen Athan
G. HELEN ATHAN
Incorporator

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Acceptance Of Registered Agent

For

Women's Fund of Southwest Florida, Inc.

I, G. HELEN ATHAN, having signed the within as registered agent for Women's Fund of Southwest Florida, Inc., (the "Corporation") at the registered address of GFPAC Services, 5551 Ridgewood Drive, Suite 501, Naples, Florida 34108, do hereby agree as registered agent to accept service of process, to keep an office of the Corporation open during the prescribed hours, and to post my name, and that any officer of the Corporation authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Corporation as required by law.

GFPAC SERVICES, LLC,
a Florida limited liability company

By: 
G. HELEN ATHAN, VICE PRESIDENT