

Florida Department of State
Division of Corporations
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To: Division of Corporations
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From: Account Name : ROSSWAY MOORE & TAYLOR
Account Number : 120050000159
Phone : (772)564-7844
Fax Number : (772)564-7545

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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FLORIDA PROFIT/NON PROFIT CORPORATION
Pregnancy Life Center, Inc.

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$78.75

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Corporate Filing Menu

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COVER LETTER

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

SUBJECT: Pregnancy Life Center, 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: John E. Moore, III, Esquire
Name (Printed or typed)

2101 Indian River Blvd, Suite 200
Address

Vero Beach, FL 32960
City, State & Zip

(772) 231-4440
Daytime Telephone number

vanmele@comcast.net
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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November 23, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

ROSSWAY MOORE & TAYLOR

SUBJECT: PREGNANCY LIFE CENTER, INC.
REF: W11000059338

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.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

If you have any further questions concerning your document, please call (850) 245-6929.

Justin M Shivers
Regulatory Specialist II
New Filing Section

FAX Aud. #: H11000276277
Letter Number: 311A00026484

P.O BOX 6327 - Tallahassee, Florida 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION FOR PREGNANCY LIFE CENTER, INC.

We, the Incorporators, being natural persons of the ages of twenty-one years or more and citizens of the United States, for the purpose of forming a corporation under the provisions of Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be Pregnancy Life Center, Inc. and it shall be referred to herein as the "Corporation."

ARTICLE II

Initial Principal Office

The name and address of the initial principal office of the Corporation (which is the same as the street address) are:

Pregnancy Life Center, Inc.
c/o Richard J. Van Mele
1986 31st Avenue, Suite 120
Vero Beach, Florida 32960

ARTICLE III

Purposes and Limitations

1. The Corporation is organized exclusively for charitable, religious, literary, scientific and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code.

2. 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 in these Articles of Incorporation.

3. No 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 any candidate for public office.

4. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by: (a)

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by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code; (b) a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code; or (c) a Corporation Not for Profit organized under the laws of the State of Florida, pursuant to the provisions of Chapter 617 of The Florida Statutes.

ARTICLE IV

Membership; Directors and Election of Directors

The Corporation shall be organized on a non-stock basis and shall have members as specified in the Bylaws of the Corporation as provided in Chapter 617.0601(a) of the Florida Statutes.

The authority for all affairs of the Corporation shall be in a Board of Directors who shall have and may exercise all the powers of the Corporation as permitted by federal law, state law, these Articles of Incorporation, and the Bylaws of the Corporation as from time to time in effect. The Board of Directors shall be elected under a method to be stated in the Bylaws of the Corporation.

ARTICLE V

Registered Agent

The name and address of the initial registered agent and registered office are:

Rossway Moore Taylor & Swan, PLC
c/o John E. Moore, III, Esquire
2101 Indian River Boulevard, Suite 200
Vero Beach, Florida 32960

ARTICLE VI

Amendment

Any amendments to these Articles of Incorporation shall be made in accordance with the provisions of the Bylaws of the Corporation.

ARTICLE VII

Incorporation of Definition of Terms

All general or specific references herein made to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States Internal Revenue law. Similarly, any general or specific references to the laws of the State of Florida shall be deemed to refer to the laws of the State of Florida as now in force or hereafter amended.

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ARTICLE VIII
Dissolution of the Corporation

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation (as described Chapter 617.1406(3)(a) of the Florida Statutes), distribute all assets of the Corporation (including assets held by the Corporation under conditions requiring return, as described in Chapter 617.1406(3)(b) of the Florida Statutes) to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code (as described in Chapter 617.1406(3)(c) of the Florida Statutes). In furtherance of the foregoing, any such plan of distribution shall be in accordance with the terms of Chapter 617.1406 of the Florida Statutes.

Any such assets not so disposed of shall be disposed of by the Circuit Court having jurisdiction over matter occurring in the County in which the principal office of the Corporation is then located, exclusively for distribution to one or more domestic or foreign corporations, trusts, societies, or organizations engaged in activities substantially similar to those of the Corporation.

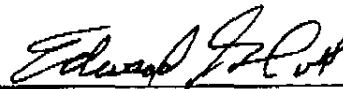
ARTICLE IX
Indemnification

The Corporation shall have the power to indemnify its officers, Directors, employees and agents to the fullest extent permitted by any applicable law, including, but not limited to, the provisions of Chapter 617.0831 of the Florida Statutes.

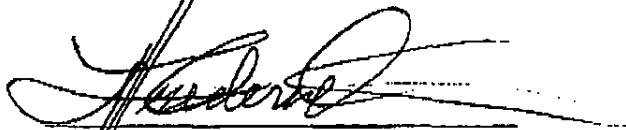
We, the Incorporators, declare that we have examined the foregoing Articles of Incorporation and that the statements contained therein are, to the best of our knowledge and beliefs, true, correct and complete. Executed this 21 day of November, 2011.



Richard J. Van Mele
781 George Street
Sebastian, Florida 32958



Edward G. Cook
2140 Periwinkle Drive
Vero Beach, Florida 32963



Thomas A. Frederick
1805 Majorca Place
Vero Beach, Florida 32967

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: Pregnancy Life Center, Inc.
2. The name and address of the registered agent and office is:

Rossway Moore Taylor & Swan, PLC
c/o John E. Moore, III, Esquire
2101 Indian River Boulevard, Suite 200
Vero Beach, Florida 32960

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



John E. Moore, III

11/22/11

Date

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