

Division of Corporations

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Account Name : EMMANUEL SHEPPARD & CONDON  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
FLORIDA PANHANDLE BREAST CANCER ASSOCIATION, INC.**

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August 27, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

EMMANUEL SHEPPARD & CONDON

SUBJECT: FLORIDA PANHANDLE BREAST CANCER ASSOCIATION, INC.  
REF: W13000047734

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.

Please refax document in its entirety. It is missing articles IV-VII.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Jessica A Fason  
Regulatory Specialist II

FAX Aud. #: H13000181679  
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**ARTICLES OF INCORPORATION  
OF  
FLORIDA PANHANDLE BREAST CANCER ASSOCIATION, INC.**

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**KNOW ALL MEN BY THESE PRESENTS** that we, the undersigned, desiring to form a corporation pursuant to the Not-for-Profit Corporation Laws of the State of Florida, do hereby make, subscribe and acknowledge this certificate, constituting Articles of Incorporation as follows:

**ARTICLE I: NAME**

The name of the corporation (the "Corporation") shall be the **FLORIDA PANHANDLE BREAST CANCER ASSOCIATION, INC.**, a Florida corporation not for profit.

**ARTICLE II: ADDRESS**

The street address for the principal place of business is 8680 Scenic Highway, Unit 11, Pensacola, Florida 32514. The mailing address of the Corporation, located in Escambia County, Florida, shall be P.O. Box 10695, Pensacola, FL 32504.

**ARTICLE III: PURPOSE(S)**

The Corporation is formed exclusively for the purposes for which a corporation may be formed under the Not-for Profit Corporation Law of the State of Florida, and not for a pecuniary profit or financial gain.

The purposes and power for which the Corporation is organized are:

- A. Said Corporation is organized and shall be operated exclusively for charitable, scientific, and educational purposes within the meaning of

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section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended, or the corresponding section of any future tax code.

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 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 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. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(3).

C. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Code Section 501(c)(3), 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, for such

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purposes or to such organization or organizations, as said Court shall determine, which are organized and operated for such purposes.

#### **ARTICLE IV: DURATION**

The duration for which the Corporation is to exist shall be perpetual.

#### **ARTICLE V: MEMBERSHIP**

Membership shall be governed by the By-Laws of the Corporation.

#### **ARTICLE VI: EXECUTIVE OFFICERS**

The Executive Officers of the Corporation who shall manage the affairs of the Corporation, subject to the direction of the Board of Directors, shall be a President, Vice President, a Secretary, and a Treasurer.

#### **ARTICLE VII: BOARD OF DIRECTORS**

The number of persons constituting the Board of Directors shall be not less than (3) individuals and not more than fourteen (14) individuals, as determined at the annual meeting of the Board of Directors. The Directors shall be elected as provided for in the By-Laws of the Corporation. The names and addresses of the persons who are to serve as initial Executive Officers and Directors until their successors are determined in accordance with the By-Laws are as follows:

Barbara Dean – President  
Karen Emmons – Vice President  
Leslie Robinson – Secretary  
Sharon Henderson – Treasurer

Lynda Cavener  
Don Copeland  
Kasi Copeland  
Donna Dawson  
Lavonda Harrison  
Clyde Henderson, Jr.  
Cristi Malone

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Natasha Roberts-Sluder

**ARTICLE VIII: REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is:

Barbara Dean  
8680 Scenic Highway, Unit 11  
Pensacola, FL 32514

**ARTICLE IX: INCORPORATOR**

The name and address of the Incorporator is:

Barbara Dean  
8680 Scenic Highway, Unit 11  
Pensacola, FL 32514

**ARTICLE X: BY-LAWS AND AMENDMENTS**

By-Laws of this Corporation will be adopted in the first instance by the first Board of Directors. Amendments to these Articles or to the By-Laws shall be formulated by the Board of Directors. Such proposed amendments may then be adopted by the approval of two-thirds of the Board present at such annual or special meeting.

EXECUTED this 13<sup>th</sup> day of August, 2013.

  
Barbara Dean, Incorporator

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

The undersigned, having been named as Registered Agent to accept service of process for **FLORIDA PANHANDLE BREAST CANCER ASSOCIATION, INC.**, a Florida Not-for-Profit Corporation (the "Corporation") in the foregoing Articles of Incorporation, at the place designated in the Articles of Incorporation of the Corporation, hereby accepts this appointment as such Registered Agent on behalf of the Corporation, and acknowledges that she is familiar with, and agrees to accept the obligations and responsibilities imposed upon Registered Agents for the Corporation and further agrees to comply with all the provision of all statutes relative to the proper and complete performance of her duties and to accept the duties and obligations of the Florida Statutes.

Date: 8/12/13

Barbara Dean, Registered Agent

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