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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

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

SUBJECT: West <sup>Orange</sup> Orlando Women's Health Services 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: Jennifer Joseph  
Name (Printed or typed)

213 S. Dillard St. Suite 340  
Address

Winter Garden, FL 34787  
City, State & Zip

407 656 6938  
Daytime Telephone number

jennie@commonsensechildbirth.org  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION OF  
WEST ORANGE WOMEN'S HEALTH SERVICES INC.**  
(A Corporation Not for Profit)

WE, the undersigned residents of the State of Florida, being eighteen (18) or more years of age, do hereby associate ourselves together for the purpose of forming a corporation not for profit, under the laws of the State of Florida, pursuant to the following Articles of Incorporation:

**ARTICLE I**

Name

The name of this corporation is WEST ORANGE WOMEN'S HEALTH SERVICES INC.

**ARTICLE II**

Principal office;

213 S. DILLARD ST. SUITE 340. WINTER GARDEN, FLORIDA 34787

Initial Registered Office and Agent;

JENNIFER JOSEPH

213 S. DILLARD ST. SUITE 340. WINTER GARDEN, FLORIDA 34787

The address of the principal office and the mailing address of the corporation is: 213 S. DILLARD ST. SUITE 340. WINTER GARDEN, FLORIDA 34787.

The street address of the corporation's initial registered office is: 213 S. DILLARD ST. SUITE 340. WINTER GARDEN, FLORIDA 34787.

The name of the initial registered agent of the corporation at that address is JENNIFER JOSEPH. A written acceptance of appointment as registered agent is provided with these articles.

**ARTICLE III**

Statement of Corporate Nature

This is a corporation not for profit organized solely for general charitable purposes pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617 of the Florida Statutes.

**ARTICLE IV**

Duration

The period of duration of this corporation not for profit shall be perpetual.

**ARTICLE V**

General and Specific Purposes

The specific and general purposes for which this corporation is formed are to provide: relief to the uninsured, underinsured, low-

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income and indigent women by providing quality medical services, counseling, advocacy and education; including but not limited to the services of health educators, navigators, community health workers, nurses, midwives, practitioners and physicians in order to improve women's health and access to care.

The general purposes for which this corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law. Notwithstanding any other provisions of these articles of incorporation, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxes under section 501 (c) (3) of the Internal Revenue Code, as amended, or the corresponding provision of any future United States Internal Revenue Law.

#### **ARTICLE VI**

##### **Member Corporation**

This corporation shall be a member corporation. The membership of the corporation shall consist of two classes: voting members and supporting members.

(a) The voting members shall consist of the incorporators of this corporation, whose names and addresses are set forth in Article VIII of these articles of incorporation, and such other person or persons as the voting members may elect, by a vote of a majority of all the voting members, at any annual, regular, or special meeting of the members. Voting members shall be entitled to vote.

(b) The supporting members shall be persons who support the concept of improved perinatal outcomes through quality care, advocacy and education and who have an interest in assisting, participating in, or supporting this corporation and its purposes and activities. Any person meeting these qualifications shall be eligible for supporting membership upon written application, approval by the Board of Directors, and payment of the applicable dues if any. Supporting members shall not be entitled to vote but may attend and participate in meetings. Additional terms and conditions of membership shall be as set forth in the Bylaws.

#### **ARTICLE VII**

##### **Nonstock Corporation**

This corporation shall be nonstock and no dividends or pecuniary profits shall be declared or paid to the members.

#### **ARTICLE VIII**

##### **Subscribers**

The names and addresses of the subscribers and incorporators of the corporation are as follows:

Jennifer S. Joseph, LM, CPM  
Executive Director  
213 S. Dillard St. Suite 340  
Winter Garden, Fl. 34787

#### **ARTICLE IX**

##### **Directors**

The number of directors constituting the initial board of directors is three (3) and the names and addresses of the persons who are to serve initially are as follows:

**Jennifer S. Joseph**  
Executive Director  
213 S. Dillard St. Suite 340  
Winter Garden, Fl. 34787

**Shaleana Eubanks-Worlds**  
Director  
4946 Samoa Circle  
Orlando, FL 32808

**Chandra Adams**  
Director  
6817 Southpoint Parkway, Suite 2204  
Jacksonville, FL 32216

The number of directors may be changed from time to time as provided in the Bylaws; provided the number of directors cannot be reduced below three (3) directors.

The method of election of Directors shall be stated in the Bylaws.

#### **ARTICLE XI**

##### **Amendment to Articles**

The Articles of Incorporation may be amended by a majority vote of the members entitled to vote.

#### **ARTICLE XII**

##### **Dissolution**

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law, or shall be distributed to the Federal, state, or local government for 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 organization is then located, exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned  
incorporators have hereunto set their hands and hereby execute the  
foregoing Articles of Incorporation under the laws of the State of  
Florida this 23<sup>rd</sup> day of October, 2014.



JENNIFER JOSEPH

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me  
this 22<sup>nd</sup> day of October, 2014, by Jennifer Joseph, who is personally  
known to me, who has produced sufficient identification, and who did  
take an oath.

WITNESS my hand and official seal in the County and State last  
aforesaid this 22<sup>nd</sup> day of October, 2014.



NOTARY PUBLIC

My Commission Expires:



SHALEANA EUBANKS-WORLDS  
MY COMMISSION # FF 004484  
EXPIRES: April 3, 2017  
Bonded Thru Budget Notary Services

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, West Orange Women's  
Health Services, Inc. hereby designates JENNIFER JOSEPH and 213 S.  
Dillard St. Suite 340, Winter Garden, Fl. 34787, as its registered  
agent and the street address of its registered office, respectively,  
for service of process within the State of Florida.

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NOTARY PUBLIC  
STATE OF FLORIDA

**West Orange Women's Health Services, INC.,**  
a Florida Not For Profit Corporation

By: 

**ACCEPTANCE OF DESIGNATION**

I hereby accept the foregoing designation as registered agent  
of West Orange Women's Health Services, Inc. for service of process  
within the State of Florida. I am familiar with, and accept, the  
obligations of the position of registered agent.



JENNIFER JOSEPH