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WS-20416



# FLORIDA DEPARTMENT OF STATE Division of Corporations

March 24, 2015

JESSICA JEANS 7200 W CAMINO REAL #220 BOCA RATON, FL 33433

SUBJECT: WOMEN'S CHARITY NETWORK, INC.

Ref. Number: W15000020416

We have received your document for WOMEN'S CHARITY NETWORK, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

The registered agent must sign accepting the designation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Jessica A Fason Regulatory Specialist II

Letter Number: 715A00005853

# ARTICLES OF INCORPORATION V2

# ARTICLE I

#### 1.01 Name

The name of this corporation shall be Women's Charity Network, Inc. The business of the corporation may be conducted as WCN or Women's Charity Network, Inc.

#### **ARTICLE II**

#### **DURATION**

2.01 Duration

The period of duration of the corporation is perpetual.

# **ARTICLE III**

# <u>PURPOSE</u>

3.01 Purpose

Women's Charity Network, Inc. is a non-profit corporation and shall operate exclusively for charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Women's Charity Network, Inc.'s purpose is to organize a community of like-minded women whose goal is to raise and donate money to families affected by cancer.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations, which fall under the 501 (c) (3) section of the Internal Revenue Code and are operated exclusively for charitable purposes.

#### **ARTICLE IV**

#### **NON-PROFIT NATURE**

#### 4.01 Non-Profit Nature

Women's Charity Network, Inc. is organized exclusively for charitable purposes including, for such purposes 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. No part of the net earnings of Women's Charity Network, Inc. shall inure to the benefit of, or be distributable to its members, 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 in the purpose clause hereof.

Notwithstanding any other provisions of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Women's Charity Network is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable purposes. No part of the assets, receipts or net earnings of the corporation shall inure to the benefit of, or be distributions consistent with these Articles.

#### 4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Women's Charity Network, Inc. of any nature whatsoever, nor shall an of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### 4.03 Dissolution

Upon termination of dissolution of the Women's Charity Network, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501 (c) (3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which

organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation. The organization to receive the assets of the Women's Charity Network, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Women's Charity Network, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Women's Charity Network, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organization located with the State of Florida.

#### 4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to its members, directors, officers or other private person or individual, 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 Article III, Section 3.01.

#### 4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### 4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax as an organization described by Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

# **ARTICLE V**

#### **BOARD OF DIRECTORS**

5.01 Governance

Women's Charity Network shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be:

Ashley M. Tonnesen, President lessica L. Jeans, Vice President Linda Tonnesen, Secretary Danielle Treu, Treasurer

5.03

The method of election of directors shall be executed in a manner as defined in the bylaws.

# **ARTICLE VI**

# **MEMBERSHIP**

6.01 Membership

Women's Charity Network, Inc. shall not have membership available. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

# **ARTICLE VII**

#### **AMMENDMENTS**

#### 7.0 Amendments

Any amendments to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

# **ARTICLE VIII**

#### ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is: 7200 West Camino Real, #220 Boca Raton, FL 33433

The mailing address of the corporation is:

%: Jessica L. Jeans
7200 West Camino Real. #220
Boca Raton, FL 33433

# **ARTICLE IX**

#### **APPOINTMENT OF REGISTERED AGENT**

9.01 Registered Agent

The registered agent of the corporation shall be:

Jessica L. Jeans 27 Royal Palm Way. #406 Boca Raton. FL 33432

# **ARTICLE X**

# **INCORPORATOR**

10.01 Incorporator

The incorporator(s) of the corporation are as follow:

Jessica L. Jeans 27 Royal Palm Way, #406 Boca Raton, FL 33432

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# **Certificate of Adoption of Articles of Incorporation**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Women's Charity Network, Inc. were approved by the board of directors on 3/11/2015 and constitute a complete copy of Articles of Incorporation of the Women's Charity Network, Inc.

Ashley M. Tonnesen 7801 N. Federal Highway Apt 17-205 Boca Raton, FL 33487

Jessica L. Jeans
27 Royal Palm Way. #406
Boca Raton. FL 33432

Linda S. Tonnesen 136 Davit Drive N. Palm Beach, FL 33408

Danielle Treu 1937 Tigris Drive West Palm Beach, FL 33411

Acknowledgement of consent to appointment as registered agent.

Jessica Jeans

Date