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**ARTICLES OF INCORPORATION  
OF  
OBSTETRICAL ASSISTANCE, INC.,  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned, acting as an incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, adopts the following articles of incorporation for the corporation:

**Article I. Name**

The name of the corporation shall be OBSTETRICAL ASSISTANCE, INC.

The principal address of the corporation at the time of incorporation is 5153 N. 9th Avenue, Suite 205, Pensacola, FL 32503.

**Article II. Duration**

The duration of this corporation is perpetual, unless dissolved according to law. The corporate existence shall commence at on the date these articles of incorporation are filed by the Department of State.

**Article III. Purpose**

(a) The purpose for which this corporation is organized is to raise funds for and to assist individuals in need who reside in Northwest Florida, such as to provide assistance to individuals after a natural disaster or to provide assistance to individuals who have suffered from health problems or who have experienced medical emergencies.

(b) This corporation is formed and shall be operated exclusively for charitable and other nonprofit purposes. No part of any net earnings shall inure to the benefit of any member, director, or officer of the corporation, except as provided by law.

(c) This corporation shall have and exercise all powers conferred on not-for-profit corporations under the laws of the State of Florida generally, and specifically as provided in the Florida Not for Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in paragraphs (a) through (b) of this Article III.

**Article IV. Qualifications and Admission of Members**

This corporation shall have no members.

**Article V. Registered Office and Registered Agent**

The street address of the corporation's initial registered office is 5153 N. 9th Avenue, Suite 205, Pensacola, FL 32503, and the name of the corporation's initial registered agent at that

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address is Jairan Duke Elmore.

#### Article VI. First Board of Directors

The following persons shall serve the corporation as director until the first annual meeting or other meeting called to elect directors:

<u>Name</u>	<u>Address</u>
Jairan Duke Elmore	7 Grey Oaks Lane Gulf Breeze, FL 32561
Brian Sontag	1340 Upland Crest Ct. Gulf Breeze, FL 32563
William Lile	2145 Del Barco Lane Milton, FL 32583
Charles Shane Medlock	2720 Banquos Trail Pensacola, FL 32503

#### Article VII. Basis Under Which Corporation Organized

The corporation is a not-for-profit corporation as defined by the Florida Not for Profit Corporation Act, Fla. Stat. § 617.01401. As such, it is not organized for the pecuniary gain or profit of, and none of the net earnings, nor any part thereof, shall be distributable to, its members, directors, officers, or other private persons, except as specifically permitted under the provisions of the Florida Not for Profit Corporation Act.

#### Article VIII. Management of Corporate Affairs

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The initial board of directors shall consist of four (4) directors. The number of directors provided for in these articles of incorporation may be changed by a bylaw adopted by the board of directors.

(b) Election of Directors. The method of electing directors shall be as set forth in the bylaws.

(c) Elective Officers. The officers of this corporation shall be a president, a vice-president, a secretary, and a treasurer. Other offices and officers may be established or appointed by the board of directors at any regular annual meeting or any special meeting of the board of directors called for such a purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

#### Article IX. Incorporator

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The name and address of the incorporator is Jairan Duke Elinore, 5153 N. 9th Avenue, Suite 205, Pensacola, FL 32503.

Article X. Bylaws

Bylaws will be adopted at the first meeting of the board of directors. The bylaws may be amended or repealed, in whole or in part, by the directors in the manner provided in the bylaws.

Article XI. Amendment of Articles

These articles of incorporation may be amended or repealed, in whole or in part, by the directors as provided in the bylaws.

Article XII. Distribution on Dissolution

In the event of dissolution, the residual assets of the corporation will be distributed to one or more organizations which themselves are exempt as organizations described in § 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections as subsequently amended, or to the federal, state, or local government to be used exclusively for public purposes.

In witness, the undersigned incorporators have executed these articles of incorporation on the 29 day of Nov, 2016.

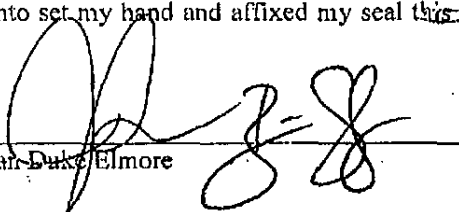
  
\_\_\_\_\_  
Jairan Duke Elinore

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Jairan Duke Elmore, am familiar with and hereby accept the appointment as Registered Agent for OBSTETRICAL ASSISTANCE, INC., as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 29  
day of April, 2016.

  
Jairan Duke Elmore