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r. SCOTT



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**T.S. WROBEL & ASSOCIATES**  
ATTORNEYS AT LAW  
NonprofitLegalCenter.com

870 Market Street, Suite 645  
San Francisco, California 94102  
tel: 800.928.4161 fax: 877.744.4217  
info@nonprofitlegalcenter.com

August 12, 2016

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

**RE: Certificate of Incorporation – ABORTION CONVERSATION PROJECTS, INC.**

Dear Division of Corporations:

Enclosed are the following items regarding the above mentioned nonprofit corporation for filing:

1. Articles of Incorporation
2. One copy, to be certified and returned to our office
3. A check for \$78.75 for combined filing fees and a certified copy  
(\$35/filing fee, \$35 for Registered Agent, \$8.75 for certified copy)

Thank you for your assistance. If you have any questions about this matter, please contact us in writing. We look forward to receiving a positive response from you soon.

Yours truly,

Thomas S. Wrobel

TSW: pp  
Enclosures

## COVER LETTER

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

**SUBJECT:** Abortion Conversation Projects, 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:** Thomas S Wrobel  
\_\_\_\_\_  
Name (Printed or typed)

870 Market Street, Suite 645  
\_\_\_\_\_  
Address

San Francisco, CA 94102  
\_\_\_\_\_  
City, State & Zip

415.928.4161  
\_\_\_\_\_  
Daytime Telephone number

terryl.ray.just@gmail.com

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**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: Abortion Conversation Projects, Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:  
748 Croton Road, Melbourne, FL 32935

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: See Attached.

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: as specified in  
Bylaws, by vote of the board of directors.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Terry Sallas Merrit, President

Address: 748 Croton Road  
Melbourne, FL 32935

Name and Title: Margaret Johnson, Secretary/Treasurer

Address: 17 Schubert Street  
Binghamton, NY 13905

Name and Title: Ruth Arick, Vice President

Address: 164 E Baywood Square  
Daytona Beach, FL 32119

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

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Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Terry Sallas Merritt  
Address: 748 Croton Road  
Melbourne, FL 32935

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: Thomas S Wrobel  
Address: 870 Market Street, Suite 645  
San Francisco, CA 94102

**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL.)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior or 90 business days after the filing.)

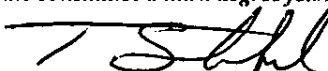
**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

  
Required Signature of Registered Agent

8-16-16  
Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

  
Required Signature of Incorporator

9/7/16  
Date

**Article III Continued. Attachment to Articles of Incorporation for**

**ABORTION CONVERSATION PROJECTS, INC.**

- A. This corporation is organized and operated exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to individuals and 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. This Corporation shall be a nonprofit corporation. The specific purpose of the organization is:

**Abortion Conversation Projects is organized for the purpose of challenging the polarization of abortion in order to lessen the stigmatization of abortion. The means of supporting this culture change is by offering open workshops, webinars and trainings, connecting with related organizations and groups and by offering small seed grants and mentoring support to community-based individual and small group projects that promote speaking and listening with empathy, dignity, and resilience about even the most difficult aspects of abortion.**

- B. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.
- D. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purpose within the meaning of sections 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not 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 purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.
- E. All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.