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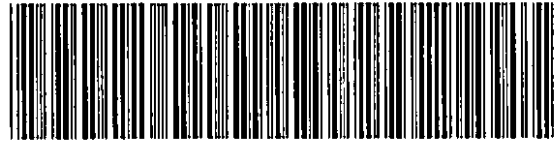
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check # 108

SUBJECT: DIALYSIS VISIONARIES WORKS INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☒ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: JOHN L. RUDDOCK III

Name (Printed or typed)

285 NE 191st STREET, #2903

Address

MIAMI, FL 33179

City, State & Zip

786-759-4249

Daytime Telephone number

DVWsouthflorida@gmail.com

E-mail address: (to be used for future annual report notification)

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

DIALYSIS VISIONARIES WORKS!, INC.

ARTICLES OF INCORPORATION

Pursuant to §617 (F.S) of the laws of the State of Florida, the undersigned majority of whom are citizens of the United States, do hereby submit these Articles of Incorporation for forming a nonprofit corporation.

ARTICLE I

The name of the Corporation is: **Dialysis Visionaries Works!, Inc.**

ARTICLE II

The corporation shall have perpetual existence. The place in the State of Florida where the principal office of the Corporation is to be located is the City of Miami Gardens, Miami-Dade County.

The corporation has a principal office. The street address of the principal office is:

285 NE 191st Street, #2903
Miami Dade County
Miami, FL 33179

The mailing address of the Corporation is

285 NE 191st Street, #2903
Miami Dade County
Miami, FL 33179

ARTICLE III

The purpose of the Corporation is exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code and herein stated as follows:

Mission

Dialysis Visionaries Works!, Inc. serves the dialysis community of South Florida as a resource for socialization, information, education, representation, and advocacy; the Corporation seeks to advance the interests of dialysis patients, their families, and the dialysis community

Vision

Dialysis Visionaries Works!, Inc. seeks to be a vital resource to dialysis patients, their families, and the communities affected by dialysis, throughout the treatment lifecycle; from diagnosis to treatment, to transplant, to transition. The Corporation offers familiarization, understanding, peer support and advocacy, and encouragement. At the core of our activities is a commitment to addressing the needs of the dialysis patient. As patients ourselves, we offer a unique perspective to the life of dialysis; we seek to offer our collective strength, experience, and hope to others like us.

Goals

- To provide a forum for the exchange of information and education regarding dialysis.
- To be a resource for new, returning, and transitioning dialysis patients, their families, and the greater dialysis community.
- To serve as a clearinghouse for issues and topics relevant to the dialysis patient.
- To produce programs and activities of interest and relevance to the dialysis community.
- To represent the needs and concerns of the dialysis community.

ARTICLE IV

The Corporation will have two types of members. Full Members will elect five (5) Officers/Directors from said membership and the newly elected officers/Board of Directors (President/Director, Vice President/Director, Secretary/Director, Assistant to Secretary/Director, Treasurer/Director), may elect at their discretion four (4) addition Directors from the Community at large or from the full or Affiliate membership to serve concurrently with them on Board of Directors for said current year.

Full Membership

Full Members are dialysis patients, former or current, who *directly* experience/d dialysis. Full Members regularly attend both General and Special and committee meetings that affect the day to day operation of the Corporation to ensure progress and success. Care Givers can become full members by *majority vote of full membership*.

Five Corporate Officers/Directors, (President/Director, Vice President/Director, Secretary/Director, Assistant to Secretary/Director, Treasurer/Director), shall be elected by the full membership annually at a meeting to be held the 2nd week in November. The elected Officers/Board of Directors, which in turn shall be comprised of Full members, representing the Corporation. Board membership is limited to three successive terms, after which an incumbent Board member must rotate off from the Board for the period of one year, before becoming eligible to run again for board membership. Nominations for Board membership shall be put forth by the Board's Nominating Committee, which is also responsible for annually reviewing the performance of sitting Board members. Nominations shall be offered in the month of September, with the election of Board members and Officers being held in November of the same year. Board terms begin with the commencement of the next fiscal year. The newly elected Board of Directors may elect at their discretion four addition Directors from the Community at large or from the full or Affiliate membership to serve concurrently with them on Board of Directors for said current year.

Affiliate Membership

Affiliate Members may be dialysis patients, former or current (but not exclusively) family members, caregivers, friends, healthcare professionals, or other persons who (have) direct or *indirectly* experience/d dialysis. Affiliate Members may attend both General, Special, or Affiliate meetings or invited to attend at least 25 % of General Meetings (i.e., 3/year) and 80% of Affiliate Meetings (i.e., 4 of a possible 6 meetings/year). Affiliate Members are asked to help promote and participate in Corporate programs and activities wherever possible. Affiliate Members, whose Dues are paid to date (no more than 3 consecutive lapses/year), and who attend General, Special, and Affiliate meetings shall count toward quorum, and shall carry *ex officio*, voting status in General and Special meetings; full voting privileges in Affiliate meetings only, and, if they so choose, in Committee meetings for which they maintain membership in. Care Givers can become full members by *majority vote of full membership*.

ARTICLE V

Initial Officers and Directors

Ruddock III, John L. - President/Director,
285 NE 191st Street, #2903, Miami, FL 33179

Sanders, Rodney - Vice President/Director,
21132 NW 29th Court, Miami, Florida 33056

Coles, Leonard - Treasurer/Director,
2801 NW 209th Terrace, Miami Gardens, Florida 33056

Joyce, Ronnie - Secretary/Director,
15401 NW 30th Ave, Miami Gardens, Florida 33054

ARTICLE VI

The name and address of the initial registered agent is:

Ruddock III, John L.
285 NE 191st Street, #2903
Miami, FL 33179

ARTICLE VII

The name and address of the Incorporator is:

Ruddock III, John L.
285 NE 191st Street, #2903
Miami, FL 33179

ARTICLE VIII

The effective date of incorporation shall be upon filing with the Florida Secretary of State

ARTICLE IX

The Corporation does indemnify any directors, officers, employees, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the Corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the Corporation, or as otherwise provided under applicable statute.

ARTICLE X

No part of the net earnings of the corporation 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 Article 3. 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

