

Charter Number Only

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#287  
Requestor's Name Douglas H. McArthur

Address 1000 Ponce de Leon Blvd  
Coconut Grove, FL 33134  
City State ZIP Phone

EDUCATION ONLY

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CORPORATION(S) NAME

THE AUDRE LORDE MEMORIAL FUND, INC.



EMPIRE Toll Free: 1-800-432-3028

FILED  
65 FEB 27 1995

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input checked="" type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

FEB 27 1995

**ARTICLES OF INCORPORATION**

**OF**

**THE AUDRE LORDE MEMORIAL FUND, INC**

**A FLORIDA NONPROFIT CORPORATION**

**Article 1 Name:** The name of the corporation is the AUDRE LORDE MEMORIAL FUND, INC.

**Article 2 Duration:** The duration of the corporation is perpetual.

**Article 3 Purposes:** The purpose of the corporation is as follows: This organization is an initiative for advocacy on women's health issues, to raise funds for the education of women on their special health concerns, to provide direct financial assistance or to assist in the payment of health care costs.

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are: To raise funds for assisting in the health care, free of charge or at a substantially reduced rate, to women in need, to compile a survey of women's health concerns in Metropolitan Dade County, Florida, and to do any other acts to assist women in raising their awareness of health care issues, and to assist in the payment of health care for women in need, with an emphasis on lesbian, African American, and Caribbean women.

B. To exercise all rights and powers conferred by the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purpose.

**Article 4 Members:** The Corporation shall have Voting Members, who shall be elected (and may be removed) by the initial Voting Members, and who shall have all the rights and privileges of members of the Corporation. The By-Laws may provide for Nonvoting members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as set forth in the By-Laws, but who shall not have the right to vote. The name and address of each initial Voting Member is as

follows:

<u>Name</u>	<u>Address</u>
MARI CASTELLANOS	606 N.W. 107 Ave, #8, Miami, Fl. 33172
SILVIA ROJAS	6360 S.W. 49th Street, Miami, Fl. 33155
IRENE SECADA	266 Pinecrest Drive, Rear, Miami, Fl. 33166
SABRINA WILLIAMS	3196 Commodore Plz, Coconut Grove, Fl. 33133

**Article 5 Initial Registered Agent and Office:** The initial registered agent is Douglas H. MacArthur, Esquire, and the initial registered office is : 1000 Ponce de Leon Blvd., Suite 207, Coral Gables, Florida 33134.

**Article 6 Initial Board of Directors:** The initial Board of Directors shall have 4 members whose names and addresses are:

MARI CASTELLANOS	606 N.W. 107 Ave, #8, Miami, Fl. 33172
SILVIA ROJAS	6360 S.W. 49th Street, Miami, Fl. 33155
IRENE SECADA	266 Pinecrest Drive, Rear, Miami, Fl. 33166
SABRINA WILLIAMS	3196 Commodore Plz, Coconut Grove, Fl. 33133

The number of directors may be raised or lowered by amendment of the By-Laws, but in no case shall be less than three.

**Article 7 Officers:** The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the By-Laws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the By-Laws. The names and addresses of each initial Officer of the Corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	MARI CASTELLANOS	606 N.W. 107 Ave, #8, Miami, Fl. 33172
Treasurer	SILVIA ROJAS	6360 S.W. 49th Street, Miami, Florida 33155
Secretary	SABRINA WILLIAMS	3196 Commodore Plz, Coconut Grove, Fl. 33133

**Article 8 Incorporators:** The names and addresses of the incorporators of this corporation are as follows:

<u>Name</u>	<u>Address</u>
MARI CASTELLANOS	606 N.W. 107 Ave, #8, Miami, Fl. 33172
SILVIA ROJAS	6360 S.W. 49th Street, Miami, Fl. 33155
IRENE SECADA	266 Pinecrest Drive, Rear, Miami, Fl. 33166
SABRINA WILLIAMS	3196 Commodore Plz, Coconut Grove, Fl. 33133

**Article 9 Nonstock Basis:** The corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power shares of any type or class of stock, but may issue membership certificates if so provided for in the By-Laws.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 26th day of January, 1995.



MARI CASTELLANOS



SILVIA ROJAS



IRENE SECADA



SABRINA WILLIAMS, INCORPORATORS

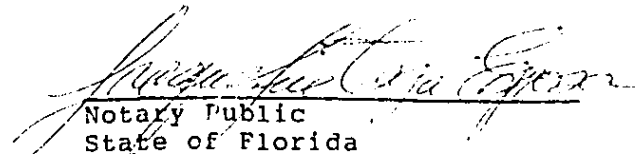
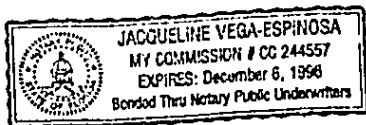
STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me personally appeared MARI CASTELLANOS, IRENE SECADA, SILVIA ROJAS, and SABRINA WILLIAMS, to me identified as provided above, and known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that they have executed said instrument for the purpose therein expressed.

WITNESS my hand and seal this 26<sup>th</sup> day of January, 1995.



Notary Public  
State of Florida

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

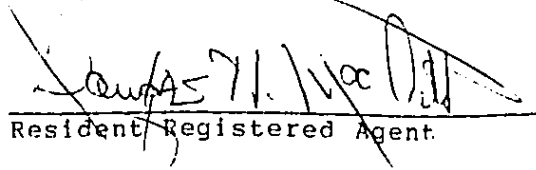
Pursuant to Florida Statutes, Chapter 607, the following is submitted in compliance with said act:

The subscribers to the original Articles of Incorporation of THE AUDREY LORDE MEMORIAL FUND, Inc., desiring to organize under the laws of the State of Florida, with the principal office, 606 N.W. 107th Avenue, #8, Miami, Florida 33172, as indicated in the Articles of Incorporation, in Miami, Dade County, State of Florida, designate as Resident Agent for service of process within the State of Florida: DOUGLAS H. MacARTHUR, ESQUIRE. 1000 Ponce de Leon Blvd., Suite 207, Coral Gables, Florida 33134.

**ACKNOWLEDGEMENT**

I, DOUGLAS H. MacARTHUR, ESQUIRE, hereby accept the designation as Resident Agent in the State of Florida for THE AUDREY LORDE MEMORIAL FUND, Inc., and further state that I am a resident of the State of Florida, and that I maintain a permanent business address within the State of Florida, to wit: 1000 Ponce de Leon Blvd., Suite 207, Coral Gables, Florida 33134, Phone number: (305) 445-2655, and agree to comply with the provision of said statute relative to keeping this office open.

DATED this 26th day of January, 1995.

  
Resident Registered Agent