

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-9193 FAX

800-342-8086



N95000003115

ACCOUNT NO. : 072100000032

REFERENCE : 628043 83729A

AUTHORIZATION : *Patricia Ryzio*

COST LIMIT : \$ 122.50

ORDER DATE : June 28, 1995

ORDER TIME : 10:24 AM

ORDER NO. : 628043

W95-13227

600001525686

CUSTOMER NO: 83729A

CUSTOMER: Ms. Margaret Wattenmaker
WORKMAN & HOEN, PA

Suite 201
2401 Library Way
Sanibel, FL 33957

DOMESTIC FILING

NAME: CARE TRAVEL, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: _____

W95-13227

FILED
95 JUN 28 PM 2:23



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 28, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CARE TRAVEL, INC.
Ref. Number: W95000013227

Use file date

Resubmit

We have received your document for CARE TRAVEL, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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 (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 295A00031806

ARTICLES OF INCORPORATION
OF

CARE TRAVEL, INC.

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TALLAHASSEE, FLORIDA

The undersigned, pursuant to the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is CARE TRAVEL, INC.

ARTICLE TWO

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSES

The general purposes for which the corporation is organized are:

1. Said organization is organized exclusively for, and shall regularly engage in, charitable pursuits, 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.

2. Subject to the foregoing Paragraph, the corporation is also organized for the transaction of any other lawful business for which corporations may be incorporated under the Florida Not For Profit Corporation Act of 1991, or engagement in any other activity which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to such lawful business; provided, however, that the primary motivation behind any such activity shall be charitable.

3. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or 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.

4. The specific purposes for which the corporation is formed are as follows:

(a) To locate and make available in emergency situations, travel for the family members of people with critical or terminal illnesses; to act as a liaison with airlines, hotels and rental car companies to secure the most economical fares and rates for relatives traveling to be with sick or injured loved ones in times of need.

(b) To document the validity of emergency situations through an audited historical record of patient information and circumstances.

(c) To acquire by gift, grant or otherwise money and property of every kind, nature and description and to administer and use the same and any income or proceeds thereof solely for the aforesaid purposes.

(d) To provide the foregoing services at no cost or fee to qualified participants.

ARTICLE FOUR

MEMBERSHIP

The qualifications for members and manner of their admission shall be as regulated by the by-laws.

ARTICLE FIVE

EARNINGS

The income of the organization each year shall be distributed at a time and in a manner not subject to tax under section 4942 of the Internal Revenue Code. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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.

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2401 Library Way, Sanibel, FL 33957 and the name of its initial registered agent at such address, is Judith A. Workman.

ARTICLE SEVEN

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three. The name and address of each person who is to serve as a member of the initial board of directors is: their election or appointment is as stated in the by-laws:

Kevin Burgoyne
917 Whelk Drive
Sanibel, Florida 33957

Peter B. Epranian
14904 Kimberly Lane
Fort Myers, FL 33908

Lisa M. McCormack
280 Park Avenue South #11L
New York, NY 10010

ARTICLE EIGHT

OFFICERS

The name of each person who is to serve as an initial officer of the corporation is:

PRESIDENT: Kevin Burgoyne
917 Wheelk Drive
Sanibel, Florida 33957

SECRETARY: Peter B. Epranian
14904 Kimberly Lane
Fort Myers, FL 33908

TREASURER: Lisa M. McCormack
280 Park Avenue South #11L
New York, NY 10010

ARTICLE NINE
DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 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 the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE TEN
INCORPORATOR

The name and address of the Incorporator is:

Judith A. Workman
2401 Library Way
Sanibel, Florida 33957

ARTICLE ELEVEN
MAILING ADDRESS

The Mailing Address of the corporation is 2401 Library Way, Sanibel, FL 33957.

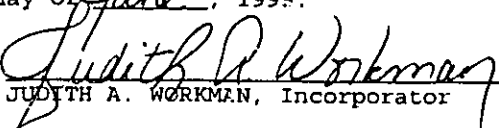
ARTICLE TWELVE

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

ARTICLE THIRTEEN

The corporation is prohibited from engaging in self-dealing, retaining excess business holdings, making investments in a manner subject to tax under section 4944 of the Internal Revenue Code, and making taxable expenditures.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24th day of June, 1995.


JUDITH A. WORKMAN, Incorporator

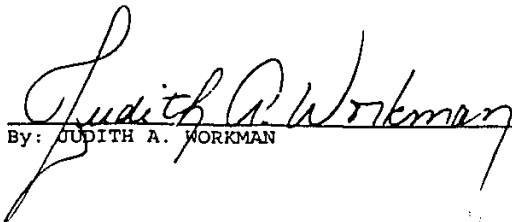
DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is CARE TRAVEL, INC.
2. The name of the registered agent is Judith A. Workman.
3. The address of the registered agent/registered office is 2401 Library Way, Sanibel, FL 33957.

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


By: JUDITH A. WORKMAN

Date: 6/26/95

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