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PLEASE REPLY TO:
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TAMARA EADY WISMAN

December 13, 1996

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

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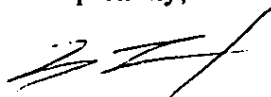
RE: S.W.I. Education Project, Inc.

Dear Sir/Madam:

Enclosed are an original and one copy of the Articles of Incorporation for S.W.I. Education Project, Inc. which I ask that you file immediately. Also enclosed is a check in the sum of \$70.00 representing the incorporation fee.

Please notify the undersigned as soon as to the official date of corporation. If you have any questions, please call me.

Respectfully,


Terrence F. Lenick

TFL:mcj
Enclosure

DEC 19 1996

FILED
96 DEC 16 PM 1:23
TALLAHASSEE, FLORIDA
BSP

ARTICLES OF INCORPORATION
of
S.W.I. EDUCATION PROJECT, INC.

FILED
96 DEC 16 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 617, Florida Statutes, and the provisions of the Non Profit Corporation Act of this State, the undersigned incorporators hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is: S.W.I. Education Project, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address shall be:

688 Cardium Street, Sanibel, Florida 33957

ARTICLE III - PURPOSE

The purposes for which the Corporation is formed and the business and objectives to be carried on and promoted by it are as follows:

- (a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of education and for other charitable purposes, by the distribution of its funds for such purposes and particularly to educate the general public and schools, public or private, in the development of the fetus in the mother's womb through and including child birth by use of a variety of educational techniques including but not limited to the distribution of pictures and ultrasound videos showing the fetus in the mother's womb and its gradual development through nine months of gestation;

(b) The general purposes for which this corporation is formed are to operate exclusively for such educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code. The Corporation may carry on any other educational or charitable purpose not inconsistent with a 501(c)(3) tax exemption status.

(c) No substantial part of the activities of the Corporation shall be used for the purpose of carrying on propaganda or otherwise attempting to influence legislation and the corporation 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 these Articles the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or a corresponding provision of any future United States Internal Revenue Law) or (b) by a Corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(d) to exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes, provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purpose for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code.

(e) The Corporation is irrevocably dedicated to and operated exclusively for non-profit purposes, and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual.

(f) Any other business which a corporation may lawfully engage in the State of Florida.

ARTICLE IV - DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of directors which shall compose the Board and the manner in which they may be elected shall be as provided in the Corporation By-Laws. The incorporator shall hold an organizational meeting and adopt By-Laws and exercise such other statutory duties [§617.0205, Florida Statutes] as they deem appropriate.

ARTICLE V - POWERS

The Corporation is empowered:

(a) To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property, and to construct, maintain and operate improvements thereon, necessary or incident to the accomplishment of the purposes set forth in Article III hereof.

(b) To exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the exempt purposes for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VI - INITIAL REGISTERED AGENT

The name and address of the Corporation's Initial Registered Agent is Laurette Fabick, 688 Cardium Street, Sanibel, Florida 33957.

ARTICLE VII - BY-LAWS

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 III hereof.

ARTICLE IX - DURATION

The Corporation shall have perpetual existence; provided, however, that should the Corporation at any time be dissolved for any purpose, the Board of Directors shall, after paying or making provisions for payment of all liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or to the Federal Government or to a state or local government for public purposes as the Board of Directors shall determine.

ARTICLE X - INCORPORATORS

The name and address of the incorporator is set forth as follows:

Laurette Fabick, Incorporator

688 Cardium Street
Sanibel, Florida 33957

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles
of Incorporation on the 12th day of December, 1996.

SIGNATURE OF INCORPORATOR

Laurette Fabick
LAURETTE FABICK

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 12th day of December,
1996 by LAURETTE FABICK.

Sign Carolann A. Swanson

Print _____

Notary Public



My Commission expires: _____

Personally known ☒ or produced identification _____

Type of identification produced _____

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent in the State of Florida.

1. The name of the Corporation is:

S.W.I. Education Project, Inc.

2. The name and address of the registered agent and office is:

LAURETTE FABICK
(NAME)

688 CARDIUM STREET
(ADDRESS)

SANIBEL, FLORIDA 33957
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Signature _____

Laurette Fabick

Date _____

12-12-96

FILED
96 DEC 16 PM 1:23
TALLAHASSEE, FLORIDA