



N970000006841

ACCOUNT NO. : 072100000032

REFERENCE : 627475 82694A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 9, 1997

ORDER TIME : 10:24 AM

ORDER NO. : 627475-005

CUSTOMER NO: 82694A

CUSTOMER: Maryellen P. Osterndorf, Esq  
OSTERNDORF & ASSOCIATES, INC.

327 South Palmetto Avenue

Daytona Beach, FL 32114

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC -9 PM 2:33

DOMESTIC FILING

500002366625-1-3  
-12/09/97-01028-018  
\*\*\*\*122.50 \*\*\*\*122.50

NAME: NETWORKING CONNECTS WOMEN,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

RECEIVED  
97 DEC -9 AM 11:36  
DIVISION OF CORPORATION

ga  
12/9/97

**ARTICLES  
OF  
INCORPORATION**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC -9 PM 2:33

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of creating a not-for-profit corporation under the laws of the State of Florida.

**ARTICLE I**

The name of the corporation shall be:

**NETWORKING CONNECTS WOMEN, INC.**

**ARTICLE II**

This corporation may engage in any activity or business permitted under the laws of the United States and permitted under the laws of the State of Florida, and the primary purpose for which **NETWORKING CONNECTS WOMEN, INC.** (hereinafter "Corporation") was formed is to promote the advancement of women in their business professions, expand the leadership role of its members in the community at large, further the common interests of its members, and encourage camaraderie among its members.

Corporation will also promote women's opportunities and rights, uphold the highest standards of integrity, honor, and courtesy in the business professions, promote reform in the law and facilitate the administration of justice.

No part of the net earnings of Corporation shall inure to the benefit of any of its members, any officer of this corporation, or any private individual, except that reasonable compensation may be

paid for services rendered to or for this corporation to implement one or more of its purposes. No member or officer of this corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation.

Corporation shall be authorized to exercise the powers permitted not-for-profit corporations under Chapter 617, Florida Statutes, provided, however, that 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 within the meaning of Section 501 (c)(6) of the Internal Revenue Code of 1986. It is further provided that Corporation, shall engage in no activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c)(6) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

### ARTICLE III

The corporation is organized under a non-stock basis.

### ARTICLE IV

The corporation shall have perpetual existence.

### ARTICLE V

The initial principal office of said corporation shall be:

470 Andalusia Avenue, Ormond Beach, FL 32174

The registered agent is:

MaryEllen P. Osterndorf, Esquire

whose address is:

327 S. Palmetto Avenue, Daytona Beach, FL 32114

#### ARTICLE VI

That the business of the corporation shall be managed by a Board of Directors who shall be elected by the members of this corporation as provided in the By-laws . The Board of Directors shall initially consist of three members, who are:

Carolyn R. Deni, Diane Poirier Jessup, Lori Zimmerman

The said corporation may have additional members on the Board of Directors, and the number and manner of filling vacancies in the Board of Directors shall be as may be authorized in the By-laws of the corporation. The address for the above is:

470 Andalusia Avenue, Ormond Beach, FL 32174

#### ARTICLE VII

The name and business address of the person signing these Articles of Incorporation as subscriber is as follows:

Diane Poirier Jessup

470 Andalusia Avenue, Ormond Beach, FL 32174

#### ARTICLE VIII

The qualification of the members of this Corporation and the manner of their admission shall be as set forth in the By-laws of the Corporation. Dues shall be charged annually to all members and may be increased or decreased by the Board of Directors in accordance with the By-laws.

#### ARTICLE IX

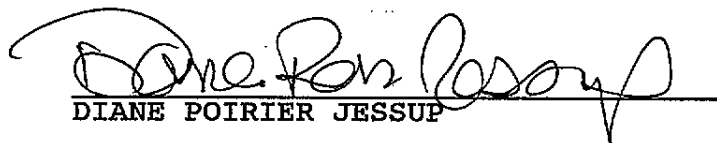
In the event of a Dissolution, the Board of Directors shall, after paying or making provision for the payment of all liabilities

of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Section 501 (c)(6) of the Internal Revenue Code of 1986, or corresponding sections of any future law, or to the Federal, State, or local government for any exclusive public purpose, as the Board of Directors shall determine.

#### ARTICLE X

The said corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter permitted by law or prescribed by statute.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.

  
DIANE POIRIER JESSUP

STATE OF FLORIDA

COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared DIANE POIRIER JESSUP, well known to be the person described in and who subscribed the foregoing Articles of Incorporation and she freely and voluntarily acknowledged before that she made and subscribed the foregoing for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Daytona Beach, in said County and State, this 20<sup>th</sup> day of November, 1997.

MaryEllen P. Osterndorf  
Notary Public, State of Florida  
My Commission Expires

ACCEPTANCE OF REGISTERED AGENT

The undersigned having been named to accept Service of Process for NETWORKING CONNECTS WOMEN, INC., at the place designated in Article VI of the Articles of Incorporation, hereby accepts the obligates as Registered Agent and agrees to comply with the provisions of Section 617.0501, Florida Statutes, relative to keeping open said office.

MaryEllen P. Osterndorf  
MaryEllen P. Osterndorf, Esquire

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 DEC -9 PM 2:33