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Examiner's Initials

CR2E031(1/95)

ARTICLES OF INCORPORATION

We the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, at least a majority of whom are residents of the State of Florida, hereby form ourselves together for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, as follows:

ARTICLE I - NAME

The name of the corporation shall be:

Women For Growth, Inc.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shallebe

Mailing Address: P. O. Box 10223 Tallahassee, FL 32302

Physical Address: 108 S. Monroe, Suite 200 Tallahassee, FL 32301

<u>ARTICLE III – NATURE AND PURPOSE</u>

The specific purpose for which the corporation is organized is:

1. To develop fellowship/scholarship programs which provide education, mentorship, financial aid and other forms of assistance to single parents or other individuals who face challenges emotionally or economically. Through the development, encouragement and promotion of these fellowship/scholarship programs and services, the burden of federal, state and local government will be lessened by providing these services and the participants desire and ability to contribute to society will be greatly enhanced.

- 2. To promote the fellowship/scholarship programs consistent with the purposes of the corporation.
- 3. To do all things necessary or desirable to further the purposes of the corporation.
- 4. To promote purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of the future United States Internal Revenue Law) and the regulations pertaining thereto.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The business and affairs of the corporation shall be managed by a Board of Directors of not less than three persons. In the event of a vacancy on the Board of Directors for any reason, including an increase in the number of Directors, the Board shall be authorized to fill such vacancy by majority vote of the remaining members of the Board of Directors.

ARTICLE V - INITIAL OFFICERS

The names of the officers who are to manage the affairs of the corporation until the first election are:

Office	<u>Name</u>	Address
President	Laura McLeod Lamonica	P. O. Box 10223 Tallahassee, FL 32302
VP	Robin Nystrom	Tallahassee, FL
Sec/Treas.	Leslie McLeod	1906 W. Nelson Drive Tallahassee, FL 32303

ARTICLE VI - INITIAL DIRECTORS

The names and addresses of the first Board of Directors consisting of three (3) persons, are:

Name Address

Laura McLeod Lamonica P. O. Box 10223

Tallahassee, FL 32302

Robin Nystrom

Tallahassee, FL

Leslie McLeod 1906 W. Nelson Circle

Tallahassee, FL 32303

<u> ARTICLE VII – REGISTERED AGENT</u>

The name and Florida street address of the initial registered agent are:

Laura McLeod Lamonica 108 South Monroe Street, Suite 200 Tallahassee, FL 32301

<u>ARTICLE VIII – BY-LAWS</u>

The by-laws of this corporation shall be adopted by the incorporators at the first incorporators meeting and may be altered, amended or repealed by the Directors.

ARTICLE IX - AMENDMENTS

Amendments to these Articles of Incorporation may be proposed and approved by a majority vote of the Board of Directors.

ARTICLE X – POWERS

The corporation shall have all powers now or hereafter granted by the law to non-profit corporations under Chapter 617 of the Florida Statutes, and in addition thereto shall have all powers lawfully necessary or required to carry out its purpose and objects. The corporation shall have the power and authority to receive, buy and otherwise acquire by gift, divise, inheritance or otherwise, real and personal property of any kind and character necessary to promote the purposes and objectives of the corporation and hold, use, pledge, mortgage, encumbers, sell, lease, invest and reinvest the same, and collect and disburse the income and principal thereof for such purposes, and to borrow money and issue notes and bonds of any kind and character. A recitation in any deed of conveyance made by the corporation that the sale has been authorized by a majority of the Board of Directors shall protect the purchaser of such property.

ARTICLE XI – FINANCES

- 1. All the assets and earnings of the corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto.
- 2. No earnings of the corporation will in any event inure to the personal benefit of any member, officer or Board member of the corporation or to any organization or individual; provided, however, that reasonable compensation may be paid to any member, officer or Board member of the corporation in exchange for services actually rendered to or for the benefit of the corporation in furtherance of one or more of its purposes stated herein.
- 3. The corporation shall have no capital stock, pay no dividends, distribute no part of the income to its members, directors or officers, and private property of the subscribers, members, directors and officers and shall not be liable for the debts of the corporation.
- 4. The corporation shall not carry on any activities not permitted to be carried on by (a) an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding

provisions of any subsequent revenue laws) or (b) a corporation, contribution to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of subsequent revenue laws).

5. No part of the principal assets or income of the corporation shall be paid to any organizations or individuals in any attempt to influence legislation.

ARTICLE XII - DISSOLUTION OF ASSETS

In the event of dissolution of the corporation, all its assets remaining after the payment of all costs and expenses of such dissolution shall be disbursed to such scientific or educational and charitable organizations ruled exempt by the Internal Revenue Service under Section 501(c)(3) and Section 170 (c)(2) of the Internal Revenue Code of 1954 (or corresponding provisions of any subsequent revenue laws) having goals and objectives similar to those of this corporation as may be selected by the last Board of Directors and none of the assets will be distributed to any members, officers or directors of this corporation.

STATE OF FLORIDA COUNTY OF LEON

As to Laura McLeod Lamonica, the foregoing instrument was acknowledged before me this _______, 1998.



Sorraine L. Parker Notary Public

STATE OF FLORIDA COUNTY OF LEON



Notary Public

STATE OF FLORIDA COUNTY OF LEON

Lorraine L. Parker
MY COMMISSION # CC719268 EXPIRES
January 22, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHN THIS STATE; NAMING AGENT UPON WHOM LEGAL PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes (1982), the following is submitted in legal compliance:

WOMEN FOR GROWTH, INC., a corporation desiring to organize under the laws of the State of Florida, with its principal office for the purpose of service of legal process, as indicated in the Articles of Incorporation, at Tallahassee, Leon County, Florida, has named:

Laura McLeod Lamonica 108 South Monroe, Suite 200 Tallahassee, FL 32301

as its agent to accept service of process within this State at that address.

ACKNOWLEDGEMENT:

Having named to accept service of process for the corporation not for profit, WOMEN FOR GROWTH, INC., at the address designated in this certificate, I hereby agree to act in this capacity, and agree to keep said office open in compliance with the requirements of said statutes.

AURA MCLEOD LAMONICA

Registered Agent

SWORN to and subscribed before me this _______ day of October______, 1998, at Tallahassee, Leon County, Florida.

Lorraine L. Parker
MY COMMISSION # CC710268 EXPIRE:
January 22, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Lorraine L. Parker Notary Public