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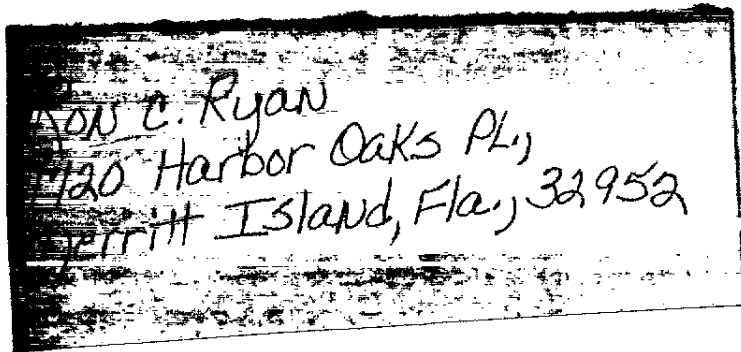
Secretary of State
DIVISION OF CORPORATIONS
Post Office Box 6327
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Filing fee: \$122.50

NOTE: They require you file two originals

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 12 PM 1:20

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(407) 383-1332

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N/98-22362

D. BROWN OCT 12 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 30, 1998

RON C. RYAN
1720 HARBOR OAKS PLACE
MERRITT ISLAND, FL 32952

SUBJECT: BREVARD CRISIS PREGNANCY CENTER AND SHELTER, INC.
Ref. Number: W98000022362

We have received your document for BREVARD CRISIS PREGNANCY CENTER AND SHELTER, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of 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 (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 398A00048986

(407) 383-1332
work phone
Ron Ryan

(J. Wesley's Word)

*Corrected!
Thank you!*

**ARTICLES OF INCORPORATION
OF
BREVARD CRISIS PREGNANCY CENTER and SHELTER, INC.**

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The undersigned, being of legal age and competent to contract, for the purpose of organizing a not for profit corporation pursuant to the laws of the State of Florida, do hereby state the Articles of Incorporation of BREVARD CRISIS PREGNANCY CENTER and SHELTER, INC. in their entirety, and adopt the following Articles of Incorporation, and agree and certify as follows:

ARTICLE I

NAME

The name of this Corporation shall be:

BREVARD CRISIS PREGNANCY CENTER and SHELTER, INC.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence existence on the filing of these Articles of Incorporation, and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

PURPOSES AND GENERAL POWERS

- (1) The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.
 - (a) To have a corporate seal, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
 - (b) To purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

- (c) To sell, convey, mortgage, pledge, create security interests in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (d) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise sell and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- (f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as its Board of Trustees may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (g) To enter into, make, receive assignments of, grant assignments of, and perform contracts of every nature and kind for any lawful purpose.
- (h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Not For Profit Corporation Act or by other applicable law within or without the State of Florida.
- (i) To elect or appoint officers and agents and define their duties and allow them reasonable compensation.
- (j) To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida, for the administration and regulation of its affairs.

- (k) To promote, by all proper and legitimate agencies and means, education and educational institutions generally, and any and all charitable, religious, scientific and educational movements, purposes or causes; to make gifts and donations for the public welfare or for charitable, religious, scientific, education purposes or other similar purposes
 - (l) To dedicate to the public or to any governmental entity or other entity whatsoever for any public or other purpose any of its real or personal property or any interest therein.
 - (m) To transact any lawful business which its Board of Trustees shall find will be in aid of governmental policy.
 - (n) To have and exercise all powers necessary or convenient to effect its general purpose.
- 2. The Corporation is organized exclusively for charitable, religious, scientific, educational, and literary purposes, 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
- 3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its trustees, 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 this Article. No substantial part of the activities of the Corporation shall be the carrying on of 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 or in opposition to 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 by (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the 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 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV.

MEMBERSHIP

The members of this not for profit corporation, shall be qualified and admitted as set forth in the Bylaws of this Corporation.

ARTICLE V.

REGISTERED OFFICE AND AGENT

/and the principal office address
The registered office of this Corporation shall be located at 1720 Harbor Oaks Place, Merritt Island, Florida 32952, and the registered agent of the Corporation at that address shall be RON RYAN. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VI.

BOARD OF TRUSTEES

This Corporation shall have three trustees who shall also be the directors of the corporation. The number of trustees may be either increased or diminished from time to time as provided in the Bylaws. The names and street addresses of the trustees of this Corporation are:

RON RYAN
1720 Harbor Oaks Place
Merritt Island, FL 32952

NANCEE RYAN
1720 Harbor Oaks Place
Merritt Island, FL 32952

JOAN KURTZ
5503 Macrantha Court
Spring, TX 77379

The manner in which Trustees are elected or appointed is as stated in the Bylaws. Trustees may be removed without cause.

ARTICLE VII.

INCORPORATORS

The names and street addresses of the persons signing these Articles as incorporators are:

**RON RYAN
1720 Harbor Oaks Place
Merritt Island, FL 32952**

**NANCEE RYAN
1720 Harbor Oaks Place
Merritt Island, FL 32952**

**JOAN KURTZ
5503 Macrantha Court
Spring, TX 77379**

ARTICLE VIII

BYLAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the By laws shall be vested in the Board of Trustees.

ARTICLE IX

INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its trustees, officers, employees and agents, and former trustees, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said trustees, officers, employees and agents in their capacity as such except for willful misconduct and gross negligence.

ARTICLE X

AMENDMENTS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any

right conferred upon the trustees is subject to this reservation.

ARTICLE XI

DISSOLUTION

Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the 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 such organization or organizations organized and operated exclusively for charitable, educational, religious, scientific or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the city or county in which the principal office of the Corporation 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 XII

HEADINGS AND CAPTIONS

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said heading or captions.

IN WITNESS WHEREOF, the undersigned, being the Trustees of the Corporation, for the purpose of forming a not for profit corporation pursuant to the laws of the State of Florida to do business both within and without the State of Florida, hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set their hands and seals this 15th day of September, 1998.



RON RYAN



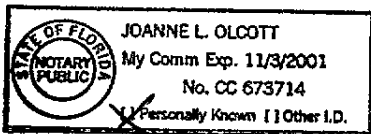
NANCEE RYAN



JOAN KURTZ

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 15th day of September, 1998, by RON RYAN and NANCEE RYAN, who are personally known to me or who have produced identification and who took an oath/affirmed.



NOTARY PUBLIC:

Sign: Joanne L. OLCOTT

Print: JOANNE L. OLCOTT
STATE OF FLORIDA AT LARGE

My Commission Expires:

STATE OF TEXAS
COUNTY OF Dallas

The foregoing instrument was acknowledged before me this 24 day of September, 1998, by JOAN KURTZ, who is personally known to me or who has produced identification and who took an oath/affirmed.

NOTARY PUBLIC:

Sign: Nancy L. Johnson

Print: 10/2/2001 Nancy L. Johnson
STATE OF FLORIDA AT LARGE
TEXAS

My Commission Expires: 10/2/2001

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CERTIFICATE OF REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

BREVARD CRISIS PREGNANCY CENTER and SHELTER, INC., a corporation not for profit, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Merritt Island, County of Brevard, State of Florida, has named **RON RYAN**, located at 1720 Harbor Oaks Place, Merritt Island, Florida 32952, as its agent to accept service of process for the above-stated corporation, at the place designated in this certificate, who hereby accepts to act in this capacity, and agrees to comply with the provisions of the act relative to keeping open said office.



RON RYAN