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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 28 PM 2:58

October 26, 1998

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

600002673976-7
10/28/98 01015-009
****122.50 *****78.75

Re: CATHY ROBINSON HIV / AIDS EDUCATION FOUNDATION, INC.

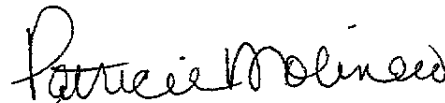
Dear Sir or Madam:

Please find enclosed an original and one signed copy of the Articles of Incorporation of the above referenced corporation. I have also enclosed this firm's check in the amount of \$122.50 for the filing and certified copy fee.

Please process at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please call me.

Sincerely,



Patricia Molinaro
Legal Secretary

Enclosures

10-28
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ARTICLES OF INCORPORATION

OF

CATHY ROBINSON HIV / AIDS EDUCATION FOUNDATION, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Not-for-Profit Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation is CATHY ROBINSON HIV / AIDS EDUCATION FOUNDATION, INC.

ARTICLE II. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the corporation is:

Nu-Hope of Highlands County 6414 U.S. 27 South Sebring, Florida 33870

ARTICLE III. PURPOSE

This corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to:

- A. Promote HIV and AIDS education and awareness.
- B. Exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law now or hereafter may have or exercise.
- C. Engage in all lawful business permitted to a corporation organized under the Florida General Corporation Law, as in effect from time to time.

ARTICLE IV. MEMBERSHIP

The terms and conditions of membership shall be set forth in the Bylaws of this corporation.

**ARTICLE V.
TERM OF EXISTENCE**

The corporation is to exist perpetually.

**ARTICLE VI
INCORPORATORS**

MELANIE ANGUS	Post Office Box 1096	Sebring, Florida 33871
DOLLY TREVELYAN	1512 Hy-dee Street	Sebring, Florida 33870
GRACE A. OWENS	841 Fielder Boulevard	Sebring, Florida 33870

FLORIDA STATUTE 617.021

In order to carry out its purposes, the Corporation shall have the powers provided by Florida Statute 617.021 as amended from time to time as well as other express and implied powers of all Not-For-Profit Corporations provided or allowed by or through the laws of the State of Florida.

**ARTICLE VII
BOARD OF DIRECTORS**

The business affairs of this Corporation shall be managed by the Board of Directors. This Corporation shall have three (3) Directors. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than three (3).

The Board of Directors shall consist of members of the Corporation. The members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

The names and addresses of the persons who shall serve as Directors for the ensuing year or until the annual meeting of the Corporation are:

MELANIE ANGUS	Post Office Box 1096	Sebring, Florida 33871
DOLLY TREVELYAN	1512 Hy-dee Street	Sebring, Florida 33870
GRACE A. OWENS	841 Fielder Boulevard	Sebring, Florida 33870

**ARTICLE VIII
BY-LAWS**

The Board of Directors of this Corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice, the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

**ARTICLE IX
AMENDMENTS**

These Articles may be amended by a fifty-one percent (51%) vote of the members present and voting at any regular meeting of the Corporation provided, however, that these Articles of Incorporation shall not be amended unless written notice is first given of the proposed amendment to each and every member of the Corporation not less than fifteen (15) days prior to the regular annual meeting of the Corporation. Such notice shall be sufficient if it is published by a notice displayed in a location freely accessible to all members and designated by the Board of Directors for that purpose.

**ARTICLE X
VOTING RIGHTS**

Each member shall be entitled to one vote.

**ARTICLE XI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered agent office of this Corporation is 143 South Ridgewood Drive, Sebring, Florida 33870, and the name of the registered agent is J. WENDELL WHITEHOUSE.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators, have hereunto set our hands and seals this 17th day of September, 1998, for the purpose of forming this Not-For-Profit Corporation under the Statutes of the State of Florida.


MELANIE ANGUS


DOLLY TREVELYAN

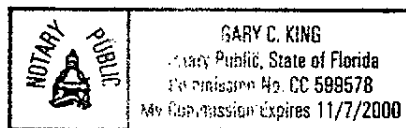

GRACE A. OWENS

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STATE OF FLORIDA
COUNTY OF HIGHLANDS

Before me personally appeared, MELANIE ANGUS, DOLLY TREVELYAN and GRACE A. OWENS, to me known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed the foregoing said instrument for the purpose therein expressed.

WITNESS my hand and seal in the State and County aforesaid this 18th day of September, 1998.



[Signature]
Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

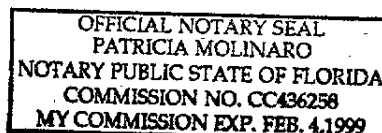
The undersigned is familiar with the duties and responsibilities as Registered Agent and hereby accepts appointment as Registered Agent of **CATHY ROBINSON HIV / AIDS EDUCATION FOUNDATION, INC.**, and who did take an oath dated this 16th day of September, 1998.

[Signature]
J. WENDELL WHITEHOUSE

STATE OF FLORIDA
COUNTY OF HIGHLANDS

Before me personally appeared J. WENDELL WHITEHOUSE to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 16th day of September, 1998.



[Signature]
Notary Public: PATRICIA MOLINARO
My Commission Expires: