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EXECUTIVE DIRECTOR:
J. ANDREW KELLER, III, C.P.A.

August 3, 1999

Janice Foley
OPPAGA, The Florida Legislature
Pepper Building, 3rd Floor
PO Box 1735
Tallahassee, FL 32302-1735

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Re: TFwAC Articles of Incorporation

Dear Janice:

Please find enclosed a copy of the articles of incorporation for TFwAC which executed as incorporator and registered agent. It is my understanding that you will arrange for filing this document with the Florida Department of State, Division of Corporations. Thanks for following up.

Sincerely,



Martin R. Dix

MRD:hs
Enclosures

TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

99 AUG -6 AM 8:16

RECEIVED

FILED
99 AUG -6 AM 8:16
TALLAHASSEE, FLORIDA
Call when ready
487-9266
Janice
gjc
P/K

**ARTICLES OF INCORPORATION OF TALLAHASSEE FAMILIES
WITH ASIAN CHILDREN, INC.**

The undersigned, for the purpose of forming a not for profit Corporation pursuant to Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the Corporation is Tallahassee Families with Asian Children, Inc.

ARTICLE TWO

PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be:

Attn: Martin R. Dix
106 E. College Ave.
Suite 1200
Tallahassee, FL 32301

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE THREE

PURPOSES

This corporation is organized for any and all lawful purposes.

Also, to promote and support international adoption of asian children.

ARTICLE FOUR

MANNER OF ELECTION OF DIRECTORS

The manner in which directors are elected or appointed is as set forth in the corporation's bylaws.

ARTICLE FIVE

INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Martin R. Dix
106 E. College Ave.
Suite 1200
Tallahassee, Florida 32301

ARTICLE SIX
INCORPORATOR


The name and address of the Incorporator of these Articles of Incorporation is :

Martin R. Dix
106 E. College Ave.
Suite 1200
Tallahassee, Florida 32301

CLERK OF THE
TALLAHASSEE, FLORIDA

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FILED


 /Martin R. Dix

Signature/Incorporator

8-3-99

Date

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.

 /Martin R. Dix

Signature/Registered Agent

8-3-99

Date