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Frank J. Mulhall, P.A.
Attorney At Law



Via Federal Express

November 18, 1999

Division of Corporations
Florida Department of State
Attention: New Filing Section
409 East Gaines Street
Tallahassee, FL 32399

Re: *The Owen Foundation, Inc., a Florida nonprofit corporation*
File No.: *1007.024*

Dear Sir/Madam:

800003051288--5
-11/22/99-01106-016
*****78.75 *****78.75

Enclosed are the following:

- (1) Articles of Incorporation for The Owen Foundation, Inc.
- (2) A conformed copy of the Articles of Incorporation - please certify after the Articles are filed and return to the undersigned.
- (3) Certificate of Designation of Registered Agent/Registered Office

Also, enclosed is a check for \$78.75 representing your fee. Please forward a certified copy of the Articles of Incorporation to the undersigned.

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

Very truly yours,

Frank J. Mulhall, P.A.

Frank J. Mulhall, Esq.
For the Firm

/dl

Enclosures

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FILED
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
THE OWEN FOUNDATION, INC.
A FLORIDA NONPROFIT CORPORATION

FILED
TALLAHASSEE, FLORIDA

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ARTICLE 1. NAME

The name of the Corporation is *The Owen Foundation, Inc.*

ARTICLE 2. PRINCIPAL OFFICE AND ADDRESS

The address of the principal office of the corporation is 1501 Corporate Drive, # 120 Boynton Beach, Florida, and the mailing address of the corporation is the same.

ARTICLE 3. DURATION

The term of existence of the Corporation is perpetual; and the corporate existence will commence on the filing of these articles by the Department of State.

ARTICLE 4. PURPOSE

The purpose for which the Corporation is organized is to provide breast cancer screening, treatment and education for qualifying (indigent) patients.

Restrictions on Corporate Purpose

- (1) The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
- (2) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.
- (3) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (4) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (5) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(6) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code , or corresponding provisions of any subsequent federal tax laws.

(7) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code , or corresponding provisions of any subsequent federal tax laws.

(8) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

(9) Upon the dissolution of the corporation, the Board of Directors 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, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 5. DIRECTORS

The method of election of the directors of the Corporation is set forth in the bylaws.

ARTICLE 6. REGISTERED OFFICE AND AGENT

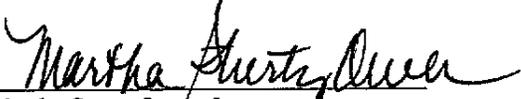
The initial registered office of the Corporation shall be located at 1501 Corporate Drive, #120, Boynton Beach, Florida. The initial registered agent of the Corporation at that address shall be Martha Sturtz Owen.

ARTICLE 7. INCORPORATORS

The names and residence addresses of the incorporators are:

Name	Address
Martha Sturtz Owen	17872 Fieldbrook Circle West Boca Raton, Florida 33446

IN WITNESS WHEREOF, we have subscribed our names this November 18, 1999.


Martha Sturtz Owen, Incorporator

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TALLAHASSEE, FLORIDA

Certificate of Designation of Registered Agent/Registered Office

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is The Owen Foundation, Inc., a Florida Nonprofit Corporation.
2. The address of the registered office is 1501 Corporate Drive, #120, Boynton Beach, Florida.
3. The name of the registered agent at the registered office is Martha Sturtz Owen.

Dated: November 18, 1999

The Owen Foundation, Inc., a Florida Nonprofit Corporation

By: Martha Sturtz Owen
Martha Sturtz Owen, Incorporator

Acceptance of Designation as Registered Agent

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: November 18, 1999

By: Martha Sturtz Owen
Martha Sturtz Owen, Registered Agent