

**ARTICLES OF INCORPORATION
OF
FLORIDA COMMISSION
ON
THE STATUS OF WOMEN FOUNDATION , INC.**

ARTICLE I
Corporate Name and Address

The name of the Corporation is Florida Commission on the Status of Women Foundation, Inc., and the mailing address of the Corporation is Office of the Attorney General, The Capital, PL 01, Tallahassee, Florida 32399-1050.

ARTICLE II
Corporate Purposes

The object and purposes of this Corporation shall be to support the Mission, Goals and Objectives and Guiding Principles of the Florida Commission on the Status of Women (“FCSW”) which was established by Section 14.24 of the Florida Statutes on October 1, 1991 and to transact any and all business allowed by law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation) and no member, trustee, 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.

Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable, educational, religious or scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and shall not carry on any activities not permitted to be carried on by a Corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

All property owned by the Corporation, shall be held in the corporate name. In the event of dissolution, all of the remaining assets and property of the Corporation shall after necessary expenses thereof be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or to another organization to be used in such manner as in the judgment of a Judge of the Circuit Court of the County in which the principal office of the Corporation is located or pursuant to any other method authorized by Statute or substitutive law of the State of Florida which will best accomplish the general purposes for which this Corporation was formed.

ARTICLE III
Members and Directors

The qualifications for Members and Directors of the Corporation, and the manner of their admission, election, or appointment will be as set forth and regulated by the By-Laws of the Corporation, as amended from time to time.

ARTICLE IV
Registered Office and Registered Agent

The name of the registered agent of the Corporation shall be Kathleen C. Passidomo, Esq. The address of the Registered Agent shall be 2640 Golden Gate Parkway, Suite 305, Naples, Florida 34105.

ARTICLE V
Board of Directors

The Board of Directors of the Corporation shall be comprised of nine members consisting of the Chairman, Vice Chairman, Secretary, Treasurer and Immediate Past Chairman of the FCSW and four other Directors, all of whom shall be Commissioners on the FCSW.

ARTICLE VI
Duration

The term of existence of the Corporation is perpetual.

The undersigned, as Incorporator, has executed the foregoing Articles of Incorporation of Florida Commission on the Status of Women Foundation, Inc., this ____ day of _____, 2004.

Kathleen C. Passidomo, Esq.

State of Florida
County of Collier

The foregoing instrument was acknowledged before me this ____ day of _____, 2004 by Kathleen C. Passidomo, Esq. who is personally known to me or who provided _____ as identification.

(Seal)

Notary Public
My Commission Expires:_____

ACCEPTANCE OF REGISTERED AGENT
FOR
FLORIDA COMMISSION
ON
THE STATUS OF WOMEN FOUNDATION, INC.

Kathleen C. Passidomo, Esq., being named as the registered agent of Florida Commission on the Status of Women Foundation, Inc. (the "Corporation") at the registered address of 2640 Golden Gate Parkway, Suite 305, Naples, Florida, 34105, does hereby agree as registered agent to accept service of process, to keep an office of the Corporation open during the prescribed hours, and to post its name, and that any officer of the Corporation authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Corporation as required by law.

Kathleen C. Passidomo, Esq.