

Articles of Incorporation
OF
WEST VALLEY CANCER CONNECTION, INC.
(an Arizona nonprofit corporation)

The undersigned hereby associate ourselves to form a nonprofit corporation under the laws of the State Arizona, by adopting these Articles of Incorporation:

I

Name

The name of the corporation is West Valley Cancer Connection, Inc. (the “Corporation”).

II

Incorporator

The name and address of the Incorporator is:

Catherine Keedy
15551 W. Oranewood Ave
Litchfield Park, Arizona 85340

III

Purpose and Character of Initial Affairs

This Corporation is organized exclusively for charitable and scientific purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law) and its regulations (as they now exist or may hereafter be amended).

The character of the affairs which the Corporation initially intends to conduct is to help connect people and resources touched by cancer.

IV

Board of Directors

The Board of Directors shall consist of that number of directors as specified in the Bylaws of the Corporation. The names and addresses of those persons who shall serve as the initial directors are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Catherine Keedy	15551 W Oranewood Ave, Litchfield Park AZ 85340	President
Danielle Padia	15551 W Oranewood Ave, Litchfield Park AZ 85340	Vice Pres.
Cathy Guerriero	15551 W Oranewood Ave, Litchfield Park, AZ 85340	Treasurer
Courtney L. Geer	15551 W Oranewood Ave, Litchfield Park AZ 85340	Secretary
Becky Benna	15551 W Oranewood Ave, Litchfield Park AZ 85340	Director

V

Members

The Corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws.

VI

Limitation on Director Liability

To the fullest extent that the law of the State of Arizona, as now exists or as it may hereafter be amended, permits the elimination of or limitation on the liability of directors, no director of the Corporation shall be liable for monetary damages for any action taken or for any failure to take any action. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such repeal or modification. For purposes of this Article VI, "director" includes a person who serves on a board or council of the Corporation in an advisory capacity.

VII

Indemnification

The corporation shall indemnify each of its directors and officers, and may indemnify its employees and agents, to the fullest extent permissible (a) under the provisions of A.R.S. Sections 10-3850 through 10-3858, (b) under indemnification provisions of any successor amended statute, (c) as provided in the Bylaws of the corporation; or (d) by any agreement adopted by the corporation. Any member of an advisory board shall be entitled to all the same rights of indemnification as a member of the board of directors of the corporation.

VIII

Exempt Organization

This Corporation is organized not for pecuniary profit and it shall not have the power or authority to issue shares of stock or declare or pay dividends. No part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 these Articles of Incorporation.

No substantial part of the activities of the Corporation shall be the carrying on the propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing 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 conduct or carry on any activities not permitted to be conducted or carried on (a) by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future united States Internal Revenue law) and its regulations (as they now exist or may hereafter be amended) or (b) an or organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United State Internal Revenue law) and its regulations (as they now exist or may hereafter be amended).

VIII

Private Foundation

Notwithstanding any other provision of these articles, if the Corporation becomes a private foundation, as defined in Section 509 of the Internal Revenue Code of 1986, as amended, while it is a private foundation, the Corporation: (a) shall not engage in any act of self-dealing as defined in Section 4941 (d); (b) shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942;(c) shall not retain any excess business holdings as defined in Section 4943(c); (d) shall not make any investments in such manner as to subject it to tax under Section 4944; and (e) shall not make any taxable expenditures as defined in Section 4945(d).

IX
Distribution of Assets

In the event of dissolution or final liquidation of the Corporation, none of the property of the Corporation nor any proceeds thereof shall be distributed or divided among any of the directors or officers of the Corporation or inure to the benefit of any individual.

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not disposed of shall be disposed of by the court having proper jurisdiction in the county where 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.

X
Statutory Agent

The Name and address of the initial statutory agent of the Corporation is:

Sechler, CPA PC
921 E. Orange
Phoenix, AZ 85014

XI
Know Place of Business

Po Box placed here please

IN WITNESS WHEREOF, I signed these Articles on the _____ day of June, 2010.

Catherine Keedy, Incorporator
15551 W Oranewood Ave
Litchfield Park, AZ 85340

ACCEPTANCE OF STATUTORY AGENT

The undersigned, having been designated to serve as Statutory Agent for the above corporation, hereby consents to serve in such capacity until resignation or removal is submitted in accordance with the Arizona Revised Statutes.

Sechler, CPA PC