

Morrison & Mills, P.A.

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N000000002336

March 13, 2000

Via Federal Express
Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-04/04/00--01074--005
*****70.00 *****70.00

Re: Filing of Articles of Incorporation
Florida Families Of Children With Visual Impairments

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above not for profit corporation. Also enclosed is our check in the amount of \$70.00 to cover the cost of the filing. Please file the original of the Articles of Incorporation, stamp the date of filing on the copy and return it to me via Federal Express using the provided airbill and package a.s.a.p.

If you have any questions or if there are any problems, please do not hesitate to contact me.

Sincerely,

K. DiTanna

Kevin DiTanna

KAD/pns

Enclosures:

1. Original Articles of Incorporation
2. Check in the amount of \$70.00
3. Copy of Articles for return
4. Federal Express Package/Airbill

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00 APR -4 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CC.
4-7-00

ARTICLES OF INCORPORATION

OF

FLORIDA FAMILIES OF CHILDREN WITH VISUAL IMPAIRMENTS, INC.

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Florida Not For Profit Corporation Act, executes the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be FLORIDA FAMILIES OF CHILDREN WITH VISUAL IMPAIRMENTS, INC. (the "Corporation").

ARTICLE II

The street address of the initial principal office of the Corporation, being the same as its mailing address, is:

6015 Lemon Tree Court
Tampa, Florida 33625

ARTICLE III

The Corporation is organized exclusively to: (1) promote and provide information through meetings, correspondence, publications, and telephone contact in order to help parents and families meet the special needs of their children who are visually impaired; (2) provide emotional support and relief from feelings of isolation for families with children who are visually impaired; (3) increase public awareness and promote more accurate perceptions of the abilities and needs of children who are visually impaired; and (4) foster communication and coordination of services among federal, state and local agencies and organizations involved with providing services to children who are visually impaired. The Corporation may also, from time to time, make distributions to organizations that qualify as exempt

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TALLAHASSEE, FLORIDA

organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation shall not engage in the operation of a social club of any kind of character whatsoever.

ARTICLE IV

The Board of Directors shall be elected or appointed as stated in the Bylaws of the Corporation.

ARTICLE V

No part of the net earning of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth above. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of the Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of any and all liabilities of the Corporation, distribute the remaining assets

of the Corporation for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall distribute said assets to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed shall be disposed of by a Court of competent jurisdiction 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 said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII

The name and street address of the Corporation's initial Registered Agent and Registered Office for service of process are:

Thomas K. Morrison, Esquire
1200 W. Platt Street, Suite 100
Tampa, Florida 33606.

ARTICLE VIII

The Corporation may have members. If the Corporation has members, the conditions of membership shall be stated in its Bylaws. The Corporation shall not have any capital stock.

ARTICLE IX

The name and address of the incorporator is:

Thomas K. Morrison, Esquire
1200 W. Platt Street, Suite 100
Tampa, Florida 33606.

The incorporator shall hold an organizational meeting in order to elect a Board of Directors, who shall then complete the organization of the Corporation.

ARTICLE X

This Corporation is to exist in perpetuity unless sooner dissolved according to law.

ARTICLE XI

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Florida Statutes concerning the corporate action that must be authorized or approved by the members of the corporation, By-Laws may be made, altered, rescinded, added to, or new By-Laws may be adopted, by following the procedure set forth therefor in the By-Laws.

ARTICLE XII

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged, and filed the foregoing Articles of Incorporation under the existing laws of the State of Florida.


THOMAS K. MORRISON, Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

Before me, a Notary Public in and for said county and state, personally appeared THOMAS K. MORRISON, who, being known to me or produced a Florida Driver's License as identification, is the same person who executed the foregoing Articles of Incorporation and has duly acknowledged the

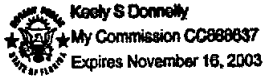
execution of same. In witness whereof, I have hereunto subscribed my name and affixed my official seal,
this the 31 day of March, 2000.

Keely Donnelly
NOTARY PUBLIC, STATE OF FLORIDA

Print Name: Keely Donnelly

My Commission Expires:

My Commission No. is:



**CERTIFICATE DESIGNATING CORPORATION'S
INITIAL REGISTERED AGENT AND OFFICE/
REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT**

IN COMPLIANCE WITH SECTION 48.091 AND 617.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

That FLORIDA FAMILIES OF CHILDREN WITH VISUAL IMPAIRMENTS, INC. (the "Corporation"), desiring to qualify under the laws of the State of Florida, hereby designates Thomas K. Morrison, Esq. as its initial Registered Agent to accept service of process within Florida, and 1200 West Platt Street, Suite 100, Tampa, Florida 33606, as the location of its initial Registered Office

FLORIDA FAMILIES OF CHILDREN WITH VISUAL
IMPAIRMENTS, INC.

By: *Thomas K. Morrison*
Thomas K. Morrison, Incorporator

DATE: March 31, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

By: *Thomas K. Morrison*
Thomas K. Morrison, Registered Agent

DATE: March 31, 2000

This instrument was prepared by:
Morrison & Mills, P.A.
1200 West Platt Street, Suite 100
Tampa, Florida 33606
Phone: 813/258-3311

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA