

# No 3000003923

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H03000189507 4)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : PIPER MARBURY RUDNICK & WOLFE  
Account Number : 076424002364  
Phone : (813) 229-2111  
Fax Number : (813) 229-1447

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 MAY -9 PM 3:39

## FLORIDA NON-PROFIT CORPORATION

Blossom School, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

H03000189507

**ARTICLES OF INCORPORATION  
OF  
BLOSSOM SCHOOL, INC.**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a not for profit corporation (the "Corporation") under the Florida Not for Profit Corporation Act (the "Act"), as follows:

**ARTICLE I.**

**Name**

The name of the Corporation is Blossom School, Inc.

**ARTICLE II.**

**Term of Existence**

Corporate existence will commence on May 9, 2003 in accordance with Section 617.0203(1) of the Act. The Corporation will have perpetual existence thereafter.

**ARTICLE III.**

**Purposes**

The purposes for which the Corporation is formed are to establish, maintain, administer and operate schools and educational programs for deaf or hard of hearing children, children with deaf or hard of hearing family members, and their family members; and all purposes associated with them.

**ARTICLE IV.**

**Powers**

The Corporation will have all powers granted by law to not-for-profit corporations subject to the limitations described elsewhere in these Articles of Incorporation and as may be required in order for the Corporation to maintain its nonprofit and tax-exempt status under both Florida law and the Internal Revenue Code of 1986, as amended from time to time, or its successor laws and regulations (the "Code"). No substantial part of the activities of the Corporation will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation will not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation will 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 Code; or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code. In attempting to fulfill the general nature of the objects of this Corporation, and to ensure that it meets with the requirements of an exempt organization under Section 501(c)(3) of the Code, the Corporation will strictly adhere to the following:

- (1) The Corporation will not engage in any act of self-dealing as defined in the Code that would jeopardize its tax-exempt status;
- (2) The Corporation will not allow its members or directors to have a vested interest in its assets;
- (3) The Corporation will not make any investments which would jeopardize its charitable purpose.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 MAY -9 PM 3:39

H03000189507

**ARTICLE V.****Limitation on Activities**

No part of the net earnings of the Corporation will inure to the benefit of, or be distributable to, any member, director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes). Nothing in these Articles restricts the Corporation from reimbursing the members for funds borrowed by the Corporation or paying reasonable compensation for services performed.

**ARTICLE VI.****Dissolution**

Upon dissolution of this Corporation, after providing for all of the Corporation's liabilities, all assets of the Corporation shall be distributed to organizations determined exempt by the Internal Revenue Service under Section 501(c)(3) of the Code (e.g., charitable, educational, religious or scientific organizations) within the meaning of Section 501(c)(3) of the Code. None of the net assets of the Corporation will be distributed to or for the benefit of any member, trustee, officer or director of the Corporation or to any other individual.

**ARTICLE VII.****Principal Office**

The principal office and mailing address of the Corporation is 13822 58<sup>th</sup> Street North, Clearwater, Florida 33760.

**ARTICLE VIII.****Directors**

The Corporation will have 3 directors initially. Directors may be elected, removed from office and hold office as provided in the Bylaws of the Corporation. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have at least 3 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

**Name****Address**

Arthur Rutenberg

13822 58<sup>th</sup> Street North  
Clearwater, Florida 33760

Jane Rutenberg

13822 58<sup>th</sup> Street North  
Clearwater, Florida 33760

Julie Rutenberg

13822 58<sup>th</sup> Street North  
Clearwater, Florida 33760**ARTICLE IX.****Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is c/o Piper Rudnick LLP, 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602 and the name of its initial registered agent at such address is David A. Beyer.

H03000189507

**ARTICLE X.**  
**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

**Name**

David A. Beyer

**Address**

c/o Piper Rudnick LLP  
101 East Kennedy Boulevard, Suite 2000  
Tampa, Florida 33602-5149

**ARTICLE XI.**  
**Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

**ARTICLE XII.**  
**Indemnification**

The Corporation will indemnify any member, director or officer or any former member, director or officer, to the fullest extent permitted by law.

**ARTICLE XIII.**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on May 9, 2003.

  
David A. Beyer, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I 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.

Dated: May 9, 2003

  
David A. Beyer