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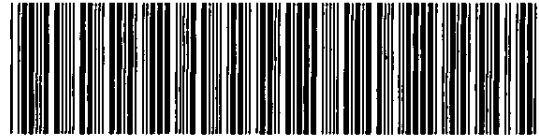
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2008 OCT 17 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch OCT 17 2008

Dillon & Dillon, P.A.
Attorneys at Law

6200 South Tamiami Trail
Sarasota, Florida 34231
dilloncdlaw@msn.com

Carrol F. Dillon
Terry L. Dillon

(941) 922-3505
Fax (941) 925-8250

October 15, 2008

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: ABA Network Educational Program, Inc.

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for ABA Network Educational Program, Inc., a non-profit corporation. After the Articles have been filed, please return a certified copy to my office. I have enclosed a check in the sum of \$78.75 representing the filing fee for said corporation. Thank you.

Very truly yours,



TERRY L. DILLON

TLD:fdd

Enclosures

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

ABA NETWORK EDUCATIONAL PROGRAM, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation is ABA Network Educational Program, Inc.

ARTICLE II

Nature of Business

The corporation is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

To carry out its purposes the corporation will operate, manage, control, maintain, carry on, and conduct a school for Autistic students, to instruct students in all subjects of education and to teach and train in all manners of social skills and all things related and necessary for the students to progress, both educationally and socially, in order to become a contributing member of society.

The corporation and school will have a racially nondiscriminatory policy as to students and will not discriminate against applicants and students on the basis of race, religion, color or national or ethnic origin.

The corporation's purposes as herein stated shall be carried out by its Board of Directors in a manner that will enable the corporation to qualify as a charitable organization within the meaning of Section 501(c)(3) of the Internal Revenue Code. To this end the corporation shall

have the following powers:

- a. To own, acquire, convey, exchange, lease, mortgage, encumber transfer upon trust, or otherwise dispose of, all property, real or personal; to borrow money, contract debts, and issue bonds, notes and debentures, and to secure the payment or performance of its obligations.
- b. To receive property by gift, devise or bequest subject to the laws regulating the transfer of property by will, and otherwise to acquire and hold all property, real or personal, including shares of stock, bonds and securities of other corporations.
- c. To enter into contracts with any person, firm, association, corporation, municipality, county, state, nation or other body politic or with any colony, dependency or agency of any of the foregoing.
- d. To perform every act necessary or proper for the accomplishment of the objects and purposes enumerated or for the protection and benefit of the corporation.

No part of the net earnings 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 compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. 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 (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (i) by the 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 (ii) 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.

Upon the dissolution of the corporation, assets shall be distributed 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 be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of 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 III

Address

The initial address of the principal office of this corporation in the State of Florida is 5014 25th Street East, Bradenton, Florida 34203. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE IV

Term of Existence

This corporation is to exist perpetually unless dissolved according to law.

ARTICLE V

Subscriber

The name and post office address of the subscriber to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
SHELLY FRITZ	5014 25 th Street East Bradenton, FL 34203

ARTICLE VI

Board of Directors

The affairs and business of the corporation shall be conducted by a Board of Directors consisting of not less than three persons. The members of the Board shall be elected annually by the existing Directors.

The first Board of Directors and their addresses are:

<u>Name</u>	<u>Address</u>
SHELLY FRITZ	5014 25 th Street East Bradenton, FL 34203
ANNE BINDER-KATZ	5014 25 th Street East Bradenton, FL 34203
BETTE FRITZ	5014 25 th Street East Bradenton, FL 34203

ARTICLE VII

By-Laws

The Board of Directors shall adopt By-Laws for the corporation. The By-Laws may be amended, altered, or repealed by the Directors in any manner permitted by the By-Laws which is in accord with the purposes of the corporation as set out in these Articles of Incorporation.

ARTICLE VIII

Amendment

These Articles of Incorporation may be amended by the Board of Directors provided that any amendment will not adversely affect the status of the corporation as an organization qualifying under Section 501(c)(3) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned incorporator of the corporation, has executed these Articles of Incorporation at Sarasota this 15th day of October, 2008.



SHELLY FRITZ

STATE OF FLORIDA

COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared SHELLY FRITZ, who is personally known to me to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above on this 15th day of October, 2008.


NOTARY PUBLIC

My Commission Expires:




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

First -- that **ABA NETWORK EDUCATIONAL PROGRAM, INC.** desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Bradenton, County of Manatee, State of Florida, has named **Shelly Fritz** located at **5014 25th Street East, Bradenton, Florida 34203**, as its agent to accept service of process within this state.

ACKNOWLEDGMENT (Must be signed by Designated Agent)

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



SHELLY FRITZ,
Registered Agent