

N96000005872
TRANSMITTAL LETTER

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

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-11/13/96--01013--010
****131.25 ****131.25

SUBJECT: PARENT EDUCATION WITH VIZCAYA, INC.
(Proposed corporate name - must include suffix)

12/2

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee, Certified Copy & Certificate

FROM: ROBERT J. SEITZ
Name (Printed or typed)

1207 E. CENTRAL BLVD., SUITE
Address

ORLANDO, FL. 32801
City, State & Zip

1-407-894-2080
Daytime Telephone number

FILED
95 NOV 12 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robert GAVE
AUTHORIZATION BY PHONE TO
CORRECT art VI+VII
DATE 11-18-96 NOTE: Please provide the original and one copy of the articles.
DOC. EXAM BP

ARTICLES OF INCORPORATION (NON-PROFIT)

ARTICLE I:

Parent Education With Vizcaya, Inc.

ARTICLE II:

Parent Education With Vizcaya, Inc.
Suite 3
1207 E. Central Blvd.
Orlando, Fl. 32801

ARTICLE III:

Parent Education With Vizcaya, Inc. is organized exclusively for (charitable and educational purposes) educating parents in parenting skills (positive discipline, responsibility, consequences, listening) a positive parenting attitude and specific drug and violence prevention strategies. All the programs use video examples, parent handbook, exercises to practice and follow up discussions and practice.

ARTICLE IV:

The Directors of the Corporation shall be appointed by the Chairman of the Board but at no time shall there be less than Three (3) Directors. Officers of the Corporation shall be elected at the annual meeting of the Board of Directors. Directors shall be appointed at the annual meeting. (Chairman of the Board and the President of the Corporation shall always be Directors)

ARTICLE V:

The Board of Directors, with the President and the Chairman of the Board shall be totally responsible for the operation of the corporation including any and all emergency.

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TALLAHASSEE, FLORIDA

ARTICLE VI:
INCORPORATOR

Robert J. Seitz
Suite 3
1207 E. Central Blvd.
Orlando, Fl. 32801

ARTICLE VII:
DIRECTORS

Robert J. Seitz
Suite 3
1207 E. Central Blvd.
Orlando, Fl. 32801

Lynne Elisabeth Owens
Suite 3
1207 E. Central Blvd.
Orlando, Fl. 32801

Chimene Hurst
20 Shine St.
Orlando, Fl. 32801

Any officer, director, or agent may be removed by the Chairman of the Board whenever in his judgment, the best interest of the Corporation will be served thereby but such removal shall be without prejudice to the contract rights, if any of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights, and such appointment shall be terminated at will.

There are no members planned at this time only Directors. Directors cannot transfer their Directorship to anyone.

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 corresponding section of any future 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.

There are no classes of members. There are only Directors. In order to be a Director you must be a naturalized citizen of the United States and 21 years of age. Directors of the board are appointed as previously noted.

The initial Directors are the three (3) initial members as previously listed.

Parent Educationb With Vizcaya, Inc. will be subordinate to and subject to the authority of any head or national association, fraternal or beneficial society, foundation, federation, or other corporation, society, organization, ot association not for profit.

When the bylaws are adopted by the Board of Directors they will be compatible with the Articles of Incorporation.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

PARENT EDUCATION WITH VIZCAYA, INC.
(must include suffix)

2. The name and address of the registered agent and office is:

ROBERT J. SEITZ
INCORPORATOR (NAME) REGISTERED AGENT

1207 E. CENTRAL BLVD., SUITE 3
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

ORLANDO, FL. 32801
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Robert J. Seitz
(SIGNATURE)
INCORPORATOR AND REGISTERED AGENT

Nov. 7, 96
(DATE)

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96 NOV 12 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA