

**Steven M. Fishman, P.A.**

**Attorney At Law**

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**N00000002035**  
March 21, 2000

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: The Education Studio, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-captioned proposed Florida Corporation. Also enclosed is our check payable to your order in the amount of \$122.50 to cover the cost of the following:

Filing fee	\$ 35.00
Certified copy of Articles	\$ 52.50
Registered Agent fee	\$ 35.00
	<u>\$122.50</u>

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-03/23/00--01103--005  
\*\*\*\*122.50 \*\*\*\*\*78.75

Please file the Articles of Incorporation and forward a certified copy to us.

Sincerely,



Susan R. Johnson  
Assistant to Steven M. Fishman

Enclosures

FILED  
00 MAR 23 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
22900

# **ARTICLES OF INCORPORATION OF THE EDUCATION STUDIO A NON-PROFIT CORPORATION**

The undersigned incorporator, in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

## **ARTICLE I NAME**

The name of this corporation shall be The Education Studio, Inc.

## **ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:  
955B Harbor Lake Court  
Safety Harbor, FL 33695

## **ARTICLE III PURPOSES**

- A. The specific purposes for which this corporation is organized are to develop an institution to teach and disseminate educational material to the public, including but not limited to American History, Science, multi-cultural diversity and Literature, through lectures, publications and presentations.
- B. This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 corresponding section of any future federal tax code.

## **ARTICLE IV MANNER OF ELECTION OF DIRECTORS**

The method and manner in which the Directors are to be elected or appointed shall be stated in the bylaws of The Education Studio, Inc.

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TALLAHASSEE, FLORIDA

**ARTICLE V**  
**DIRECTORS:**

The number of initial directors of this corporation is three. Their names and address are as follows:

Elizabeth L. Stewart  
1009 Wyndham Way  
Safety Harbor, FL 34695

Steven M. Fishman  
1009 Wyndham Way  
Safety Harbor, FL 34695

Floran Thomas  
3613 Cypress Meadows Road  
Tampa, FL 33624

**ARTICLE VI**  
**INCORPORATORS**

The name and address of the incorporator of this corporation is:

Elizabeth L. Stewart  
1009 Wyndham Way  
Safety Harbor, FL 34695

**ARTICLE VII**  
**INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the registered agent of this corporation is:

Steven M. Fishman  
3135 State Road 580  
Suite 11  
Safety Harbor, FL 34695

**ARTICLE VIII**  
**DURATION OF CORPORATION**

The period of duration of this corporation is perpetual.

**ARTICLE IX**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by a majority of the stockholders entitled to vote thereon.

**ARTICLE X**  
**Commencement of Corporate Existence**

The date that corporate existence shall begin shall be the date of the filing of these Articles of Incorporation with the State of Florida.

**ARTICLE XI**  
**ADDITIONAL PROVISIONS**

Any additional provisions for the operation of the corporation are as follows:

1. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.
2. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.
3. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, if any, directors, officers, or other private persons, except that this 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.
4. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
5. In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the

corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: March 21, 2000

  
Elizabeth L. Stewart, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

STEVEN M. FISHMAN does hereby accept the designation of Registered Agent and states that he is familiar with, and accepts, the obligations provided for in 607.325, Florida Statutes.

DATED this 21<sup>st</sup> day of March, 2000.

  
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STEVEN M. FISHMAN, ESQ.

FILED  
00 MAR 23 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA