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TRANSMITTAL LETTER

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

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-08/14/00--01098--005
*****87.50 *****87.50

SUBJECT: Dre's Playhouse Exceptional Child-Care
(Proposed corporate name - must include suffix)
And Development Center, Inc.

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 of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Tonja Olisia Jones
Name (Printed or typed)

P.O. Box 585352
Address

Orlando, FL 32858-5352
City, State & Zip

(407)293-8004
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 14 PM 12:19

NOTE: Please provide the original and one copy of the articles.

8/18/00

ARTICLES OF INCORPORATION

OF

DRE'S PLAYHOUSE EXCEPTIONAL CHILD CARE AND
DEVELOPMENT CENTER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 AUG 14 PM 12:19

The undersigned subscriber to these Articles of Incorporation, a natural person
Competent to contract, hereby forms a corporation not for profit under the "Florida Not
For Profit Corporation Act", Chapter 617, Florida Statutes.

ARTICLE I

NAME

The name of this corporation is:

DRE'S PLAYHOUSE EXCEPTIONAL CHILD CARE AND
DEVELOPMENT CENTER, INC.

ARTICLE II

ADDRESS

The principal place of business of this corporation shall be:
1028 North Pine Hills Road, Orlando, Florida 32808

The mailing address of this corporation shall be:
Post Office Box 585352, Orlando, Florida 32858-5352

ARTICLE III

PURPOSES

This corporation is organized exclusively for charitable, literary, and educational
and/or scientific purposes, to teach children with autism and related disorders skills
necessary to integrate them into their families as well as, the community, to offer children
with autism and related disorders opportunities for before- and after-school care and
summer camp enrollment and to receive and maintain a fund or funds of real or personal
property, or both, and, subject to the restrictions and limitations hereinafter set forth, to
use and apply the whole or any part of the income therefrom and the principal thereof

exclusively for charitable, literary, educational and/or scientific purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (C) (3) of the Internal Revenue Code of 2000 and its regulations as they now exist or they may hereafter be amended.

No part of the net earnings of the corporation shall inure to the benefit of any member, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), and no member, director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office. Except as above provided, the corporation shall not afford pecuniary gains, incidentally or otherwise, to its members, directors, officers or other private persons.

ARTICLE IV

DIRECTORS

The manner in which the Directors are elected or appointed is:

Through annual elections held in accordance with the provisions of the bylaws.

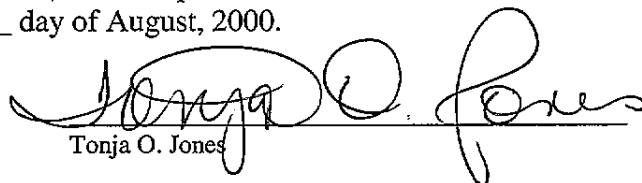
ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation shall be 1028 North Pine Hills Road, Orlando, Orange County, Florida 32808, and the registered agent of the corporation at that office shall be Tonja O. Jones.

ARTICLE VI

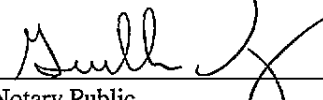
IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporations the 10th day of August, 2000.


Tonja O. Jones

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 10th day of August, 2000, by Tonja O. Jones.

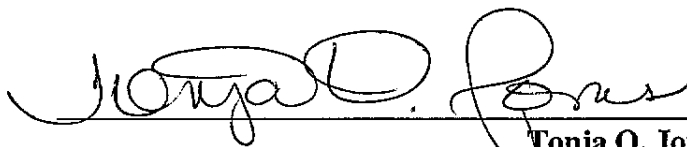


Notary Public
My Commission Expires:

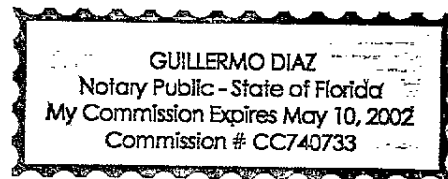
CONSENT OF REGISTERED AGENT

Tonja O. Jones, the undersigned, hereby accepts appointment and hereby consents to serve as registered agent of DRE'S PLAYHOUSE EXCEPTIONAL CHILD CARE AND DEVELOPMENT CENTER, INC., a Florida corporation not for profit, and agrees to maintain the registered office and accept process according to law.

DATED this 10th day of August, 2000.



Tonja O. Jones



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 14 PM 12:19

ARTICLE VII

DURATION

The term of existence of the corporation shall be perpetual.

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is:

NAME

Tonja O. Jones

ADDRESS

1791 Club Court
Orlando, Florida 32807

ARTICLE IX

INITIAL OFFICERS

The names of the officers who are to serve until the first election hereunder are:

Tonja Jones	President
Aundre Jones	Vice-President
John Stover	Treasurer
Gwen Hamm	Secretary

ARTICLE X

INITIAL OFFICERS

The names and addresses of the persons who are to serve as initial officers until the first election hereunder are:

<u>NAME</u>	<u>ADDRESS</u>
Tonja Jones	1791 Club Court Orlando, Florida 32807
Aundre Jones	1791 Club Court Orlando, Florida 32807
John Stover	1800 South Kirkman Road Orlando, Florida 32818
Gwen Hamm	8078 Oak Park Road Orlando, Florida 32819

ARTICLE XI

BYLAWS

The bylaws of the corporation shall be made, altered, or rescinded by affirmative vote of a majority of the directors of the corporation.

ARTICLE XII

AMENDMENTS

These Articles of Incorporation may be amended by the affirmative vote of a majority of the officers of the corporation, after no less than fifteen (15) days prior written notice to all officers.

ARTICLE XIII

MISCELLANEOUS

Section 1. Neither the members, directors, nor officers of the corporation shall be personally liable for any obligations of the corporation of any nature whatsoever; nor shall any of the property of any member or officer of the corporation be subject to the payment of the obligations of the corporation to any extent whatsoever.

Section 2. The corporation shall have no capital stock.

Section 3. This corporation shall have all powers to carry out its purposes and activities incidental to its purposes in furtherance, and not in limitation of, the powers conferred by law and by the "Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, or as the same may be amended.

Section 4. Notwithstanding any other provision of these 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 of 2000 (or the corresponding provision of any future United States Internal Revenue Law), or
- (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Laws).

Section 5. During any period that it is a "private foundation" as defined in Section 509 (a) of the Internal Revenue Code of 2000, or a corresponding provision of any subsequent Federal tax laws, the corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 2000, or corresponding provisions of any subsequent Federal tax laws which would give rise to any liability for the tax imposed by Section 4941 (a) or corresponding provisions of any subsequent Federal tax laws.

Section 6. During any period that it is a “private foundation” as defined in Section 509 (a) of the Internal Revenue Code of 2000, or a corresponding provision of any subsequent Federal tax laws, the corporation shall either operate as a private operating foundation in a manner to qualify as a private operating foundation for purposes of Section 4942 of the Internal Revenue Code of 2000, or corresponding provisions of any subsequent Federal tax laws; or it shall distribute its income for each taxable year at such time and in such manner as to not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 2000, or corresponding provisions of any subsequent Federal tax laws.

Section 7. During any period that it is a “private foundation” as defined in Section 509 (a) of the Internal Revenue Code of 2000, or a corresponding provision of any subsequent Federal tax laws, the corporation shall not retain any “excess business holdings” as defined in Section 4943 (c) of the Internal Revenue Code of 2000, or corresponding provisions of any subsequent Federal tax laws, which would give rise to any liability for the tax imposed by Section 4943 (a) or corresponding provisions of any subsequent Federal tax laws.

Section 8. During any period that it is a “private foundation” as defined in Section 509 (a) of the Internal Revenue Code of 2000, or a corresponding provision of any subsequent Federal tax laws, the corporation shall not make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, so as to give rise to any liability for the tax imposed by Section 4944 (a) or corresponding provisions of any subsequent Federal tax laws.

Section 9. During any period that it is a “private foundation” as defined in Section 509 (a) of the Internal Revenue Code of 2000, or a corresponding provision of any subsequent Federal tax laws, the corporation shall not make any “taxable expenditures” as defined in Section 4945 (d) of the Internal Revenue Code of 2000 or corresponding provisions of any subsequent Federal tax laws which would give rise to any liability for the tax imposed by Section 4945 (a) or corresponding provisions of any subsequent Federal tax laws.

ARTICLE XIV

DISSOLUTION

Upon the dissolution of this corporation the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, pursuant to the procedure of provisions of Florida Statutes s 617.05, as amended (or any successor provision), dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for

charitable, educational, literary, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (C) (3) of the Internal Revenue Code of 2000 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of the assets not so disposed of shall be disposed of by the Circuit Court 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.