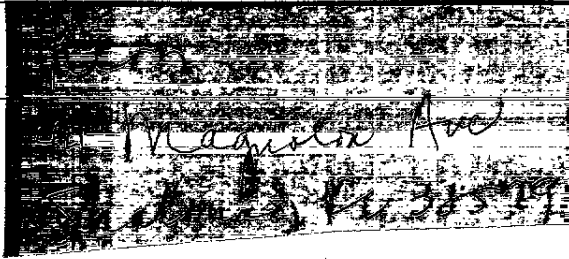


# N01000005015

Requester's Name



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\*\*\*\*\*43.75 \*\*\*\*\*43.75

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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- ☐ Walk in    ☐ Pick up time    ☐ Certified Copy  
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**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

N01000005015  
05-20-02-5  
\$125.00  
Amend  
\*Cert Copy

**ARTICLES OF AMENDMENT**  
**to**  
**ARTICLES OF INCORPORATION**  
**of**

*Education Recovery, Inc.*

**N01000005015**  
Document Number of Corporation

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

**FIRST:** Amendment(s) adopted:

**Amended:** Article V: Names and Addresses of the Board of Directors

**Added:** Article VIII: Limitations of Activities and Net Earnings

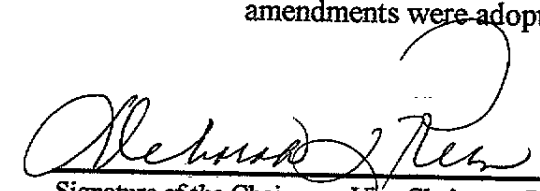
**Added:** Article IX: Amendment of the Articles of Incorporation

**SECOND:** The date of adoption of the amendments was May 16, 2002.

**THIRD:** Adoption of the Amendment

There are no members or members entitled to vote on the amendment. The amendments were adopted by the Board of Directors.

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\_\_\_\_\_  
Signature of the Chairman, Vice Chairman, President or Other Officer

Deborah L. Kern  
\_\_\_\_\_  
Typed or Printed Name

President  
\_\_\_\_\_  
Title

May 16, 2002  
\_\_\_\_\_  
Date

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S., (Not for Profit)

**Article I:** The name of the Corporation shall be: *Education Recovery, Inc.*

**Article II:** The principle place of business and mailing address of the corporation shall be:

44 Magnolia Avenue  
Shalimar, Florida 32579  
850-651-2617

The location and mailing address shall be the same.

**Article III:** The specific purpose or purposes for which the corporation is organized shall be:  
Educational Advocacy for students with disabilities and special needs.

**Article IV:** The manner in which the Directors are elected or appointed:

The initial Board of Directors shall be appointed by the Founder of Education Recovery, Inc. The Board shall have up to ten (10) and not fewer than three (3) members. All Board members shall serve two (2) year terms, but are eligible for re-election. Election of new Directors or election of current Directors to a second term will occur as the first item of business at the annual meeting.

There shall be three (3) officers of *Education Recovery, Inc.*, consisting of a President, Vice President, and Secretary/Treasurer, each of whom shall be elected by the Board of Directors. Other officers and assistant officers may be elected or appointed by the Board of Directors from time to time as may be deemed necessary. The officers shall be elected annually by the Board of Directors at the annual meeting of the Board of Directors. Officers are eligible for re-election at the discretion of the BOD. If the election of the officers shall not be held at the meeting of the Board of Directors annually, such election shall be held as soon thereafter as conveniently possible. The President and Vice-President shall be the Executive Director and Director, respectively.

The initial appointment and methods of election of the Board of Directors and the elections of Officers as noted above is as noted in the bylaws of *Education Recovery, Inc.*

**Article V:** Names and addresses of the Board of Directors:

Deborah L. Kern, BSW  
44 Magnolia Avenue  
Shalimar, Florida 32579

Rosemary Palmer, Attorney at Law  
5260 Pimlico Drive  
Tallahassee, Florida 32308

Patricia Houghland, M. Ed  
7070 N. Blue Angel Parkway  
Pensacola, Florida 32526

Dr. Frank Sansone  
Asst. Professor of Social Work  
University of West Florida  
11000 University Parkway  
Pensacola, Florida 32514-5751

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TALLAHASSEE, FLORIDA

Kent Scebbi  
669 St. Lucia Cove  
Niceville, Florida 32578

**Article VI: The name and address of the initial Registered Agent.**

Deborah L. Kern, BSW  
44 Magnolia Avenue  
Shalimar, Florida 32579  
850-651-2617

**Article VII: The name and address of the Incorporator:**

Deborah L. Kern, BSW  
44 Magnolia Avenue  
Shalimar, Florida 32579

**Article VIII: Limitations of Activities and Net Earnings**

- A) Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 © 3 of the Internal Revenue Code, or corresponding section of any future federal tax code.
- B) No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C) Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501 © 3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 © (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- D) Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 © (3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or


exclusively for such purposes.

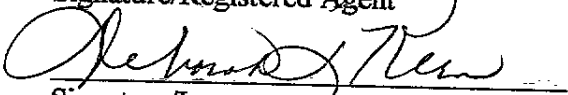
**Article IX: Amendment of Articles of Incorporation**

Amendments to the Articles of Incorporation may be made by a two-thirds majority vote of the Board of Directors during the annual meeting. Recommendations for amendments must be submitted to the Board of Directors not less than two weeks before the annual meeting.

(Notwithstanding any language therein, it is the intent that Education Recovery, Inc. be entitled to the benefits and protection of the most liberal interpretation of any existing, and hereafter enacted, law pertaining to it or the conduct of its business.)

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

  
Signature/Registered Agent

  
Signature/Incorporator

  
Date

  
Date