

# No 2000007794

HARRY M. HAUSMAN

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October 2, 2002

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

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\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: The Special Ed Advocate, Inc.

Dear Sir/Madam:

Enclosed herewith please find the following items, in the above-captioned matter:

1. Articles of Dissolution, plus one (1) copy.
2. Articles of Incorporation (Non-Profit), plus one (1) copy.
3. My check #2041, payable in the amount of \$43.75.
3. My check #2042, payable in the amount of \$87.50.
4. A self-addressed, stamped envelope.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 OCT 10 PM 1:51

Please see that the Articles of Dissolution are filed as soon as possible. I have included the additional \$8.75 for a Certified copy of the Articles of Dissolution. Please also see that the new Articles of Corporation for Non-Profit are filed immediately thereafter. I have included the additional \$8.75 for the Certified Copy of the Articles of Incorporation, as well as \$8.75 for the Certificate of Status. Once these documents are filed, please see that the certified documents are returned to this office in the enclosed, self-addressed, stamped envelope.

If you have any questions or problems, please feel free to contact my office.

Very truly yours,

HARRY M. HAUSMAN

HMH:tlk  
Encl.

BR 10/11  
W-89367

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA )  
                          ) ss.  
COUNTY OF BROWARD)

A F F I D A V I T

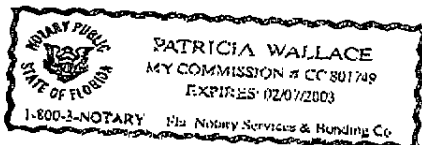
BEFORE ME, the undersigned authority, personally appeared BETH A. ALBERT, who, after first, being duly sworn, under oath deposes and says:

1. That my name is BETH A. ALBERT and I was the President of the for profit Corporation named The Special Ed Advocate.
2. That I have filed Articles of Dissolution to dissolve the for profit Corporation above-named.
3. That neither I nor any other officers or directors of the dissolved corporation, The Special Ed Advocate, will file any document to revoke the subject Articles of Dissolution.
4. That I am also releasing the corporate name, The Special Ed Advocate, to the new non profit corporation who is requesting that name.

FURTHER AFFIANT SAYETH NOT.....

Beth A. Albert  
BETH A. ALBERT

WITNESS my hand and official seal this 10th day of October, 2002.



Patricia Wallace  
(SIGNATURE OF NOTARY PUBLIC)  
State of Florida

(Print, type or stamp commissioned name of Notary Public)

Personally Known X OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

THE SPECIAL ED ADVOCATE, INC.

ARTICLE I

The name of this Corporation (which is hereinafter called "corporation" is: THE SPECIAL ED ADVOCATE, INC.

ARTICLE II

The principal place of business and the mailing address of the Corporation shall be:

1234 N.W. 179th Terrace  
Pembroke Pines, Florida 33029

ARTICLE III

Said corporation 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(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Prepared By:

HARRY M. HAUSMAN, Attorney at Law  
235 N. University Drive  
Pembroke Pines, Florida 33024  
Ph: (954) 961-9905  
FLA BAR NO: 282235

The specific purpose or purposes for which the corporation is organized is to provide support, guidance, and advocacy to families of children with special needs.

#### ARTICLE IV

The directors are to be elected by the shareholders of the corporation on an annual basis.

#### ARTICLE V

The name and street addresses of the members of the first Board of Directors are:

BETH A. ALBERT  
1234 N.W. 179th Terrace  
Pembroke Pines, Florida 33029

RONALD H. ALBERT  
1234 N.W. 179th Terrace  
Pembroke Pines, Florida 33029

HARRY M. HAUSMAN  
235 N. University Drive  
Pembroke Pines, Florida 33024

The first Officers of this Corporation are as follows:

BETH A. ALBERT - President  
1234 N.W. 179th Terrace  
Pembroke Pines, Florida 33029

RONALD H. ALBERT - Secretary  
1234 N.W. 179th Terrace  
Pembroke Pines, Florida 33029

The said Directors and Officers shall hold office for the first year of the Corporation or until their successors are elected

or appointed and shall have qualified; provided, that nothing herein contained from filling vacancies in the offices caused by the resignation, death or removal of Directors or Officers.

#### ARTICLE VI

The Registered Agent for said Corporation shall be:

HARRY M. HAUSMAN, ESQUIRE  
235 N. University Drive  
Pembroke Pines, Florida 33024

#### ARTICLE VII

The name and address of the person signing these Articles of Incorporation is:

BETH A. ALBERT  
1234 N.W. 179th Terrace  
Pembroke Pines, Florida 33029

#### ARTICLE VIII

The Corporation reserves the rights from time to time to amend, alter or repeal any provisions in its Articles of Incorporation to any manner now or hereafter permitted by Statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

#### ARTICLE IX

The initial by-laws shall be adopted by the Board of Directors. The by-laws may contain any provisions for the regulation and management of the affairs of the Corporation not in consistent with Statute or with these Articles of Incorporation.

#### ARTICLE X

Corporate existence shall begin upon the filing of the Articles of Incorporation with the Department of State of the State of Florida, or upon filing with the Secretary of State's Office, within five (5) days of the date of notarization.

#### ARTICLE XI

Subject to the provisions of the Florida General Corporation Act, no contract or other transaction between this Corporation or any other Corporation shall be affected by the fact that any Director or Officer of this Corporation is interested in, or is a director or officer of, such other corporation, and any director or officer, individual or jointly, may be a party to, or may be interested in any contract or transaction of this corporation or in with any person, firm or corporation, shall be affected by the fact that any director or officer of this corporation is a party in any way connected with such person, firm, or corporation and every person who may be director or officer of this Corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any firm, association, or a corporation in which he may be in any way interested.

#### ARTICLE XII

This Corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

#### ARTICLE XIII

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.

#### ARTICLE XIV

Notwithstanding any other provisions 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 1986 (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 provision of any future United States Internal Revenue Law).

#### ARTICLE XV

Upon the dissolution of the corporation, the Board of trustees shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, 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 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes for to such organization or organizations, as said Court shall determine, which are organized or operated exclusively for such purposes.

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal this 2nd day of ~~September~~<sup>October</sup>, 2002, for the purpose of forming this Corporation under the laws of the State of Florida.



Beth A. Albert (Seal)  
BETH A. ALBERT

STATE OF FLORIDA     )  
                              ) ss.  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, personally appeared, BETH A. ALBERT, who, after first being duly sworn, under oath acknowledges that she signed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the City of Pembroke



Pines, County of Broward, State of Florida, this 2nd day of ~~September~~<sup>October</sup>, 2002.

*Trina L. Katz*

NOTARY PUBLIC, State of Florida  
at Large.

MY COMMISSION EXPIRES:



ACKNOWLEDGMENT BY REGISTERED AGENT

HARRY M. HAUSMAN, having been named in the Articles of Incorporation to accept service of process for the above named Corporation at the place designated herein, hereby accepts and consents to act in this capacity and agrees to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

*Harry M. Hausman*

HARRY M. HAUSMAN, Registered Agent