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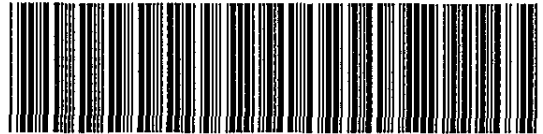
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11/06/02--01007--001 \*\*70.00

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2002 NOV -5 AM 10:44  
CLERK OF DISTRICT COURT  
TALLAHASSEE FLORIDA

11/7/02

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REPLY TO: ☒ TAMPA  
☐ NORTH TAMPA

November 4, 2002

## VIA -FEDERAL EXPRESS

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, Florida 32399

FILED  
2002 NOV -5 AM 10:44  
TALLAHASSEE FLORIDA

RE: Filing of Articles of Incorporation for The Montessori Children's House of Hyde Park Scholarship Fund, Inc.

Dear Sir or Madam:

Enclosed are the Articles of Incorporation for The Montessori Children's House of Hyde Park Scholarship Fund, Inc., together with a Certificate Designating Place of Business or Domicile for Service of Process Within Florida, Naming Agent Upon Whom Service May Be Made. We enclose a check in the amount of \$70.00 to cover the following fees:

Fee for filing Articles of Incorporation	\$35.00
Fee for filing Certificate Designating Registered Agent	<u>35.00</u>
TOTAL	\$70.00

Name

November 4, 2002

Page 2 of 2

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In accordance with F.S. 607.0203(1), the corporation began its existence on November 4, 2002, when the Articles were subscribed. I understand that you will file the Articles within five (5) days from that date, in compliance with statute.

Please forward the Certificate of Incorporation and a stamped copy of the Articles of Incorporation to this office.

Sincerely yours,

*Stacey S. Catherwood*

Stacey S. Catherwood,  
Secretary to Alfred A. Colby

Enclosure(s)

cc: Roberta Fernandez

**FILED**  
2002 NOV -5 AM 10:44  
CLERK OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
THE MONTESSORI CHILDREN'S HOUSE OF HYDE PARK  
SCHOLARSHIP FUND, INC.**

**FILED**  
2002 NOV -5 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, the undersigned, for the purpose of forming a corporation for charitable and philanthropic purposes under Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation:

**Article I. Name and Principal Office**

The name of this corporation shall be The Montessori Children's House of Hyde Park Scholarship Fund, Inc., and it shall have a principal address of 201 South Armenia Avenue, Tampa, Florida 33606.

**Article II. Term of Existence**

This corporation shall exist perpetually, commencing on the date these Articles are filed with the Florida Secretary of State.

**Article III. Purpose**

This corporation is formed exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as that section may from time to time be amended, and, to that end, to do the following:

- a. Raise and provide financial aid and scholarships to students attending The Montessori Children's House of Hyde Park.
- b. To do any and all lawful acts and things, alone or in cooperation with other persons or organizations, which may be necessary, useful, suitable or proper for the furtherance, accomplishment, or attainment of any or all of the purposes or powers of the corporation.

**Article IV. Powers**

Subject to the provisions of Article III, this corporation shall have all powers conferred by the laws of the State of Florida upon not for profit corporations.

## **Article V. Membership**

This corporation shall have no members.

## **Article VI. Registered Office and Registered Agent**

The initial registered agent, and the street address of the initial registered office, shall be Alfred A. Colby, 101 East Kennedy Boulevard, Suite 3140, Tampa, Florida 33602.

## **VII. Board of Directors**

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall initially have three (3) directors. The directors shall be elected as provided in this corporation's Bylaws.

Section 2. The names and addresses of the persons who shall serve as initial directors are as follows:

Roberta K. Fernandez	12211 Twin Branch Acres Road Tampa, FL 33626
Nili Wong	1014 Royal Pass Road Tampa, Florida 33602
William Cook	4021 Corona Street Tampa, Florida 33629

Section 3. The term of service of each director shall be as set forth in the corporation's Bylaws.

Section 4. The number of directors maybe changed from time to time, by amendment to the Bylaws, but shall never be fewer than three.

## **Article VIII. Bylaws**

Section 1. The power to adopt Bylaws for this corporation, to alter, amend, or repeal said Bylaws, and to adopt new Bylaws shall be vested in the Board of Directors of this corporation.

Section 2. The Bylaws of this corporation shall be for the government of the corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of the corporation, provided that the Bylaws are not inconsistent with the provisions

of these Articles of Incorporation or contrary to the laws of the State of Florida or of the United States.

#### **Article IX. Incorporator**

The name and address of the incorporator is Alfred A. Colby, 101 East Kennedy Boulevard, Suite 3140, Tampa, Florida 33602.

#### **Article X. Use of Income**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, officer, director, or other private individual (except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make payments and distributions in furtherance of the corporation and reimburse individuals for reasonable expenses incurred for the benefit of the corporation), and no member, director, 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.

#### **Article XI. Prohibited Activities**

Notwithstanding any other provision in these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as that Section may from time to time be amended.

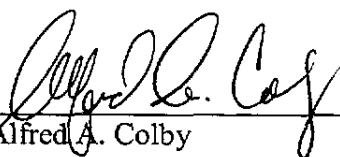
#### **Article XII. Dissolution**

Upon dissolution of this corporation, all of its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or as that Section may from time to time be amended, or shall be distributed to the federal government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or director of this corporation.

#### **Article XIII. Non-Stock Basis**

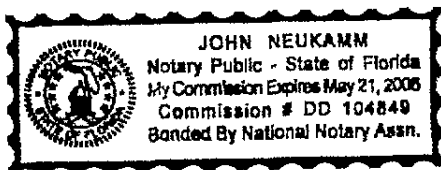
This corporation is organized upon a non-stock basis.

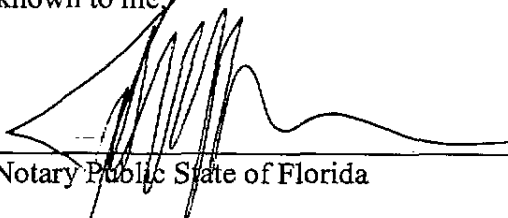
The undersigned subscribing incorporator has hereunto set his hand and seal on November 4, 2002, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

  
\_\_\_\_\_  
Alfred A. Colby

STATE OF FLORIDA                    )  
COUNTY OF HILLSBOROUGH        )

The foregoing instrument was acknowledged before me this 4th day of November, 2002, by Alfred A. Colby, who is personally known to me.



  
\_\_\_\_\_  
Notary Public State of Florida

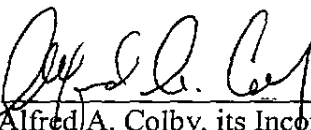
\_\_\_\_\_  
Notary's Printed Name  
My Commission Expires: \_\_\_\_\_

**CERTIFICATE DESIGNATING REGISTERED AGENT**

In compliance with Sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

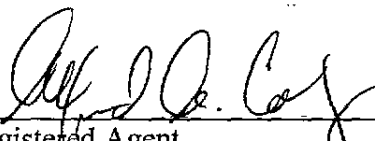
That The Montessori Children's House of Hyde Park Scholarship Fund, Inc., desiring to organize under the laws of the State of Florida, has named Alfred A. Colby, 101 East Kennedy Boulevard, Suite 3140, Tampa, Florida 33602, as its agent to accept service of process within the State of Florida.

DATED on the 4th day of November, 2002.

By:   
Alfred A. Colby, its Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above named corporation at a place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, and all other statutes relative to the proper and complete performance of my duties as registered agent.

  
Registered Agent

**FILED**  
2002 NOV -5 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA