

NO3000009243

(Requestor's Name)

James P. Hayes, Esquire

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Largo, Florida 33770

(City/State/Zip/Phone #)

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10/23/03

ARTICLES OF INCORPORATION
OF
VILLAGE MONTESSORI, INC.

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The undersigned Incorporator, for purposes of forming a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

FIRST: The name of this Corporation is as set forth above.

SECOND: The corporations principal place of business is 469 45th Avenue North, St. Petersburg, Florida 33703. Its mailing address is 258 Clearwater/Largo Road, Largo, Florida 33770-3260.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under Florida Law. This Corporation shall be a non profit corporation. This corporation is organized exclusively for charitable purposes, specifically to operate a Montessori school for the education of children. The corporate purpose includes making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

FOURTH: Directors shall be elected in accordance with the Corporate By Laws.

FIFTH: The Corporate powers are set forth in Section 671.0302, Florida Statutes.

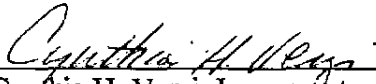
SIXTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, officers, directors or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three hereof. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(20) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

SEVENTH: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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

so disposed of shall be disposed of by a court of competent jurisdiction 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.

EIGHTH: Cynthia H. Verzi is the incorporator of this corporation and shall act as the Registered Agent of this Corporation. The Registered office shall be at 258 Clearwater/Largo Road, Largo, Florida 33770-3260.

NINTH: Having been named to accept service of process for this corporation, at 258 Clearwater/Largo Road, Largo, Florida 33770-3260., I hereby agree, by signing my name below as the incorporator and registered agent, to act as the registered agent of this corporation, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325, Florida statutes.


Cynthia H. Verzi, Incorporator and
Registered Agent

Dated this 17 day of October, 2003

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