



THE LAW OFFICES OF
RICHARD LA BELLE, P.A.

Attorneys & Counselors At Law

October 22, 2003

The Honorable Glenda Hood
Secretary of State
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Clearwater High School Project Graduation, Inc.

Dear Secretary Hood:

Enclosed please find the articles of incorporation for the above named corporation and a check for \$78.75 for the filing fees. Please return the enclosed copy, stamped with the date and time of filing, to our office at the address below.

If you have any questions, please do not hesitate to contact our office. Thank you for your assistance with this matter.

Very truly yours,


Richard La Belle

RDL:hnp

Enclosures

Principal Office:

3446 Lake Drive • Dunedin, Florida, USA 34698
Phone: 727.784.9494 • Fax: 727.781.0013

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporations Act, adopts the following Articles of Incorporation for such corporation:

1. Name. The name of the corporation is Clearwater High School Project Graduation, Inc.

2. Principal Office/Mailing Address. The principal office of the corporation is Clearwater High School, Project Graduation, 540 South Hercules Avenue, Clearwater, FL, 33764. The mailing address is the same.

3. Commencement of Existence. The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

4. Purpose. The corporation is organized to provide specialized trustee and related services to persons with disabilities who are the beneficiaries of special needs trusts. The corporation is formed to fill a need in the disability and elder community that is recognized by the corporation as being currently unmet.

5. Not-for-Profit. This corporation shall be not-for-profit, is organized, and shall act under the applicable laws of the State of Florida governing such corporation.

6. Initial Registered Office and Agent. The name and street address of the initial registered agent and office of this corporation is:

Richard La Belle
3446 Lake Drive
Dunedin, FL 34698

7. Incorporator. The name and address of each Incorporator is:

Richard La Belle
3446 Lake Drive
Dunedin, FL 34698

8. Initial Board of Directors. The corporation shall have three directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than three. The names and street addresses of the initial directors are:

Terry Schmidt
1408 Douglas Drive

Clearwater, FL 33756

Douglas Schank
2024 Diplomat Drive
Clearwater, FL 33764

Sherri McKinley
113 North Maywood Avenue
Clearwater, FL 33765

Janet Marvin
2505 Weymouth Drive
Clearwater, FL 33764

Gina Hawkins
928 Narcissus
Clearwater, FL 33764

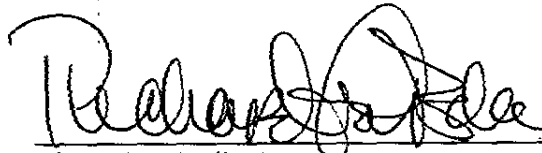
Margo Walbolt
2099 Burnice Drive
Clearwater, FL 33764

The above directors shall serve until their resignation or until their replacements are selected in accordance with the procedures set forth in the Bylaws governing selection and service of directors.

9. Bylaws. The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

10. Amendments. The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of October, 2003.



Richard La Belle, Incorporator

STATE OF FLORIDA))
))
COUNTY OF PINELLAS))

Sworn to and subscribed before me this 23rd day of October, 2003, by Richard La Belle,
as incorporator of Clearwater High School Project Graduation, Inc.

Harriet H. Payne
Notary Public, State of Florida

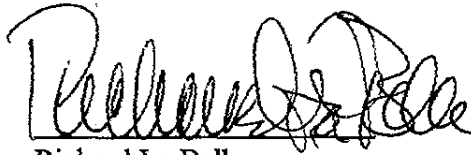
Personally known X or produced identification _____
Type of identification produced _____



Harriet H. Payne
Commission # DD081928
Expires Jan. 2, 2006
Bonded thru
Atlantic Bonding Co., Inc.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as resident agent for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and obligations of Section 607.0505, Florida Statutes.



Richard La Belle
Resident Agent

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