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MARK S. KAMLEITER

ATTORNEY AT LAW

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St. Petersburg, FL 33712

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June 20, 2005

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

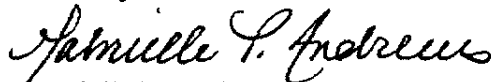
Re: Articles of Incorporation for a Non-Profit Corporation

To Whom it May Concern:

Please find enclosed: Articles of Incorporation for a Non-Profit Corporation.

(1) Check in the amount of \$78.75 for filing fees and a certified
copy.

Sincerely,



Gabrielle P. Andrews

Paralegal to Mark S. Kamleiter, Esquire

**ARTICLES OF INCORPORATION
OF
CONCERNED PARENTS OF AUTISTIC CHILDREN, INC.
a Florida Nonprofit Corporation**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JUN 22 PM 3:31

We, the undersigned incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with Chapter 617 of the Florida Statutes, and do agree to the following:

ARTICLE ONE. Name and Address: The name of the Corporation is **Concerned Parents of Autistic Children, Inc.**, hereinafter referred to as **CPOAC, Inc.** The initial principal office shall be at **13014 Waterford Run Drive, Riverview, FL 33569.**

ARTICLE TWO. Duration: The duration of the Corporation is perpetual.

ARTICLE THREE. Purposes: The purpose of the Corporation is as follow:

- A. To disseminate information regarding autism to all concerned people and to provide support in every way possible to those who are affected by autism. The ultimate goal is to build a center/school locally for children with autism and to provide all the necessary therapies that will improve the lives of the children who suffers from autism.
- B. The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law." Accordingly, the Purposes and Powers of this Corporation are limited as follows:
 - 1. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Officer of the corporation or any Member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes); and no Officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

2. The corporation shall distribute its income for each taxable year at such time and in such manner so as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or any corresponding provisions of any subsequent federal tax laws.

3. The corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

4. The corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

5. The corporation shall not make any investments in such manner so as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or provisions of any subsequent federal tax laws.

6. The corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, or provisions of any subsequent federal tax laws.

7. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

8. Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes 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 1954 (or corresponding provisions of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court 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.

C. With the exception of the limitations imposed above, to exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

D. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

ARTICLE FOUR. Members: The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Board of Directors, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Supporting Members of one or more classes, who shall be admitted in such manner and who shall have such rights as privileges as are set forth in the Bylaws, but who shall not have the right to vote.


The name and address of each initial Voting Member is as follows:

Name	Address
Housam Moursi, D.O.	4510 Gentrice Dr., Valrico, FL 33594.
Cecil B. Sue-Wah-Sing, M.D.	13014 Waterford Run Dr., Riverview, FL 33569.
Marisol Iturbides	2826 Timberway Lane, Brandon, FL 33511
Hector Ayala	1502 Lakehursts Way, Brandon, FL 33511

ARTICLE FIVE. Initial Registered Agent and Office: The initial registered agent is **Mark Kamleiter, Esquire** and the initial registered office is located at **2509 First Avenue South, St. Petersburg, FL, 33712.**

ARTICLE SIX. Initial Board of Directors: The initial Board of Directors shall have at least three members whose names and addresses are:

Name	Address
Housam Moursi, D.O.	4510 Gentrice Dr., Valrico, FL 33594.
Cecil B. Sue-Wah-Sing, M.D.	13014 Waterford Run Dr., Riverview, FL 33569.
Marisol Iturbides	2826 Timberway Lane, Brandon, FL 33511
Hector Ayala	1502 Lakehursts Way, Brandon, FL 33511

 The number of directors may be raised or lowered by amendment of the bylaws , but shall in no case be less than three.

ARTICLE SEVEN. Officers: The officers of the Corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and addresses of each initial Officer of the Corporation is as follows:

Office	Name	Address
President:	Housam Moursi, D.O.	4510 Gentrice Dr., Valrico, FL 33594.
Vice-President:	Cecil B. Sue-Wah-Sing, M.D.	13014 Waterford Run Dr., Riverview, FL 33569.
Secretary:	Marisol Iturbides	2826 Timberway Lane, Brandon, FL 33511
Treasurer:	Hector Ayala	1502 Lakehursts Way, Brandon, FL 33511

ARTICLE EIGHT. Incorporators: The names and addresses of the incorporators of this corporations are:¹

Name	Address
Housam Moursi, D.O.	4510 Gentrice Dr., Valrico, FL 33594.
Cecil B. Sue-Wah-Sing, M.D.	13014 Waterford Run Dr., Riverview, FL 33569.
Marisol Iturbides	2826 Timberway Lane, Brandon, FL 33511
Hector Ayala	1502 Lakehursts Way, Brandon, FL 33511

ARTICLE NINE. Nonstock Basis. The Corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

ARTICLE TEN. Dissolution: Upon the dissolution, liquidation, abandonment or winding up of this Corporation and its affairs, no part of the assets and properties of this Corporation available for distribution shall inure to the benefit of any private person, except a fund, foundation or Corporation organized and operated for similar purposes, and upon any such dissolution, liquidation, abandonment or winding up of this Corporation and its affairs, after the debts and liabilities of the Corporation have been paid or adequately provided for, the assets and properties of the Corporation shall be distributed to such Foundation or Corporation, having a purpose consistent with or related to the purposes of this Corporation as the directors of the this

¹ These are generally the same as the original officers, board members

Corporation may then direct. In the event that this Corporation has been granted exemption from the Federal Income Tax, any Foundation or Corporation receiving the assets and properties of this Corporation must qualify under the existing Internal Revenue Codes to receive such assets.

IN WITNESS WHEREOF, the undersigned Incorporators have signed these Articles of Incorporation on this 15th day of June, 1996.

Housman Moursi, M.D. D.O. 4510 Gentrice Dr., Valrico, FL 33594
Housman

Cecil B. Sue-Wah-Sing, M.D. 13014 Waterford Run Dr., Riverview, FL 33569.
Cecil Sue-Wah-Sing

Marisol Iturbides 2826 Timberway Lane, Brandon, FL 33511
Marisol Iturbides

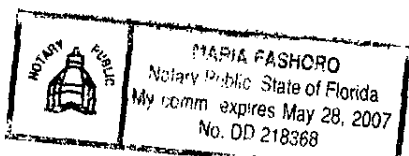
Hector Ayala 1502 Lakehursts Way, Brandon, FL 33511
Hector Ayala

STATE OF FLORIDA

COUNTY OF PINELLAS *Hillsborough*

Before me personally appeared Housman Moursi, M.D. D.O. who [☒] is to me well known or [☐] has presented me with his or her driver's license as identification and is known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he or she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of June, 2005.



A large, stylized handwritten signature, likely of the notary Maria Fashoro, written over a horizontal line.

Notary Public, State of Florida

STATE OF FLORIDA
COUNTY OF ~~PINELLAS~~
Hillsborough

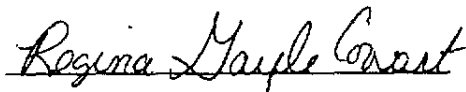
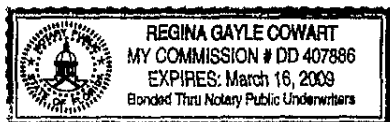
Before me personally appeared Cecil B. Sue-Wah-Sing, M.D., who [] is to me well known or [✓] has presented me with his or her driver's license as identification and is known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he or she executed said instrument for the purposes therein expressed.

[REDACTED]

WITNESS my hand and official seal this 16th day of June, 2005.Mark Ingolia
My Commission DD239861
Expires August 10, 2007
Notary Public, State of FloridaSTATE OF FLORIDA
COUNTY OF ~~PINELLAS~~ Hillsborough

Before me personally appeared Marisol Iturbides, who [] is to me well known or [X] has presented me with his or her driver's license as identification and is known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he or she executed said instrument for the purposes therein expressed.

FLDL 1361540669280


WITNESS my hand and official seal this 14 day of June, 2005.

Notary Public, State of Florida

**STATE OF FLORIDA
COUNTY OF PINELLAS**

Before me personally appeared Hector Ayala, who ☒ is to me well known or ☐ has presented me with his or her driver's license as identification and is known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he or she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 13th day of June, 2005.


Notary Public, State of Florida
Nancy D. Viera
My Commission DD98752
Expires March 10, 2006

I accept designation as registered agent:


Mark S. Kamleiter

FILED
SECRETARY OF STATE
TALLAHASSEE
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