

NO5000012730

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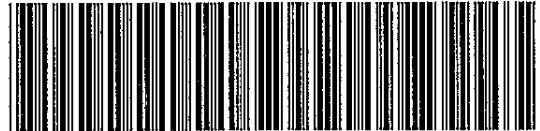
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TALLAHASSEE, FLORIDA

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10/26  
2005



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

October 26, 2005

JEROME A SIMONS, P.A.  
3864 SHERIDAN STREET  
HOLLYWOOD, FL 33021

SUBJECT: THE NATIONAL ENGINEERING & SCIENCE FOUNDATION (NESF)  
INC.

Ref. Number: W05000048791

We have received your document for THE NATIONAL ENGINEERING & SCIENCE FOUNDATION (NESF) INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6955.

Suzanne Hawkes  
Document Specialist  
NEW FILINGS

Letter Number: 105A00064899

LAW OFFICES OF  
**JEROME A. SIMONS, P.A.**

EMERALD VILLAGE PROFESSIONAL PLAZA  
3864 SHERIDAN STREET  
HOLLYWOOD, FLORIDA 33021  
TELEPHONE: (954) 963-2225  
FAX: (954) 963-2227

JEROME A. SIMONS

DAVID J. SIMONS

October 21, 2005

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: THE NATIONAL ENGINEERING & SCIENCE  
FOUNDATION (NESF) INC.

Gentlemen:

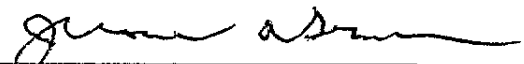
Enclosed please find the original and two copies of Articles of Incorporation for the above non-profit corporation including the Registered Agent Designation. I have enclosed my check in the amount of \$78.75 representing your fee as follows:

Filing Fee	\$35.00
Certified copy	8.75
Registered Agent Designation	<u>35.00</u>
Total	\$78.75

Please return one certified and one true copy to the undersigned. Thank you for your cooperation.

Yours truly,

JEROME A. SIMONS, P.A.

BY:   
Jerome A. Simons, Esquire

mmp  
Enclosures

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LAW OFFICES OF  
**JEROME A. SIMONS, P.A.**

EMERALD VILLAGE PROFESSIONAL PLAZA  
3864 SHERIDAN STREET  
HOLLYWOOD, FLORIDA 33021  
TELEPHONE: (954) 963-2225  
FAX: (954) 963-2227

JEROME A. SIMONS

DAVID J. SIMONS

December 15, 2005

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: W05000048791  
THE NATIONAL ENGINEERING & SCIENCE  
FOUNDATION (NESF) INC.

Gentlemen:

As per the attached letter dated October 26, 2005, enclosed please find the original and two copies of the redrafted Articles of Incorporation for the above corporation.

Please return one certified and one true copy to the undersigned. Thank you for your cooperation.

Yours truly,

JEROME A. SIMONS, P.A.

BY: 

Jerome A. Simons, Esquire

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Enclosures

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## ARTICLES OF INCORPORATION

### ARTICLE I NAME

The name of the corporation shall be:

**The National Engineering & Science Foundation (NESF) Inc.**

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**7612 NW 67<sup>th</sup> Ave  
Tamarac, FL 33321**

### ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The National Engineering & Science Foundation's (NESF) purpose is to financially support science, engineering, and technical career programs in education, which includes but is not limited to specifics such as transportation, scholarships, promotional materials, student outreach programs, operating materials, registration & entrance fees, teacher professional development and student academic enrichment.

The foundation may also be used to secure and/or improve a structure through purchase, rent or lease in order to serve as either a central office for the personnel or other NESF purposes. Capital equipment and promotional resources may also be purchased, rented, leased, replaced and/or improved for NESF purposes. Resources from the foundation will be used to fund scholarship opportunities for students, teachers and prospective teachers. Eligibility for scholarships will be determined based upon the individual scholarship, but will include need-based, academic record, career choice, college choice, educational field, application documents, and written submission of request/essay, and other requirements as determined by the NESF Foundation board.

### ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Board members will be elected annually by the members.

The structure of The National Engineering & Science Foundation's (NESF) Foundation will include a board of at least 3 members made up of professional educators, community members, and experienced fundraisers.

Any change in the make-up and membership of the board must be agreed upon by a majority vote of the board, with at least two-thirds of the board members present and voting. Board members will NOT be compensated upon the termination or retirement of their positions within the NESF Foundation.

### ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address (es) and specific title(s):

**Charlotte Speakman: President/Managing Member, Event Coordinator and Chief Fundraising Officer**

Charlotte Speakman  
803 W. Oakland Park Boulevard #A7  
Ft. Lauderdale FL 33311  
Cell: 954-288-6150  
charlottespeakman@hotmail.com

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**Jennifer Hager: Director for Public & Media Relations, Presentations & Event Coordinator**

Jennifer Hager  
7612 NW 67<sup>th</sup> Ave  
Tamarac FL 33321  
Cell: 954-638-9421  
bellebeam@yahoo.com

**David Platt: Director for Curriculum Development & Publications, Treasurer & Event Coordinator**

David Platt  
2930 NW 55<sup>th</sup> Ave #2D  
Lauderhill FL 33313  
Cell: 954-732-5514  
plattman@umich.edu

**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Jerome Simons, P.A.  
Attorney At Law  
Emerald Village Professional Plaza  
3864 Sheridan Street  
Hollywood, Florida 33021-3634  
Phone (954) 963-2225  
Fax (954) 963-2227

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

David Platt  
2930 NW 55<sup>th</sup> Ave #2D  
Lauderhill FL 33313  
Cell: 954-732-5514

**ARTICLE VIII COMPENSATION STRUCTURE**

Charlotte Speakman will be paid a specific percent depending on event, planning and the board's discretion. Jennifer Hager & David Platt will not be compensated as Directors.

**Breakdown of Compensation for Event Coordinators**

10% on donations found, generated or created by the specific coordinator.  
15% on successful grants found, generated or created by the specific coordinator.  
10-15% on the net proceeds from any specific fundraising events, as determined by a majority of the board (See Article X) on an event-to-event basis.

In order to be compensated for an event, the coordinators must guarantee, in writing, that the net proceeds to the NESF Foundation will at be at least 50% of the gross receipts or funds generated for that event

In the event of the dissolution of the NESF, all corporate funds held at that time will be dispersed to similar and/or related organizations and NOT to be applied to any current or former NESF board members and/or employees.

**ARTICLE IX            CORPORATE VOTING PROCEDURES**

Approval will be determined by a majority vote of the board, with at least two-thirds of the board members present and voting. In lieu of a physical meeting, an electronic vote will be taken via e-mail, with board members having 72 hours after the initial vote is called to reply and respond with their ballot.

**ARTICLE X            EFFECTIVE DATE**

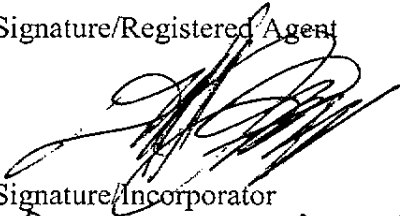
January 1<sup>st</sup>, 2006

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Signature/Registered Agent

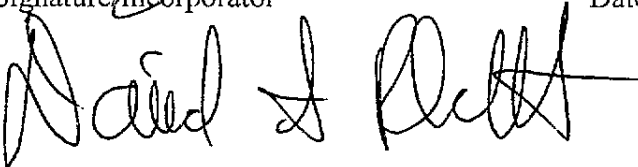
Date



12/16/05

Signature/Incorporator

Date: November 28, 2005



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**05 OCT 25 AM 8:05**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**