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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRB  
11/6/13

## COVER LETTER

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

SUBJECT: Seahorse Children's Foundation Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

✓ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Kirsten Stevens  
  
151 NC Highway 9, Ste. B #172  
  
Black Mountain, NC 28711  
  
828-419-0259  
  
kstevens@kannico.com

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SEAHORSE CHILDREN'S FOUNDATION INC.**

A Florida Not for profit Corporation

**ARTICLES OF INCORPORATION**

**ARTICLE I NAME**

The Name of the corporation shall be **Seahorse Children's Foundation Inc.** a Not for profit Corporation organized under Chapter 617 of the Florida Statutes.

**ARTICLE II PRINCIPAL OFFICE**

Principal **street** address:

2702 NW 52<sup>nd</sup> Place  
Tamarac, FL 33309

**ARTICLE III PURPOSE**

This Corporation is organized exclusively for charitable, scientific and educational purposes as specified in Section 501 (c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The purpose for which the Corporation is organized is to develop and support programs which provide opportunity for children with special needs, thereby enriching the family nucleus, communities and children themselves. Common special needs include learning and communication challenges; emotional and behavioral disorders; physical disabilities and development disorders.

The corporation shall accept gifts, donations and endowments, and make gifts, donations and endowments for or to any charitable, scientific or educational undertaking, organization, institution or purpose anywhere in the world that meets the tax-exempt requirements of 501(c)(3) section of the Internal Revenue Code.

**ARTICLE IV NOT FOR PROFIT NATURE**

- (a) Seahorse Children's Foundation Inc. is organized exclusively for charitable, scientific, and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations as defined in §501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (the "IRC" or the "Code") or the corresponding provisions of any future United States Internal Revenue law including without limitation the purposes stated in its Articles of Incorporation and the following purposes, but only to the extent that they are within the scope of such exempt purposes;
- (b) No director, officer, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the corporation. No loans shall be made by the Corporation to its directors or officers. No director, officer or any other private individual shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation, provided that this shall not prevent the reimbursement of expenses incurred by such persons for and on behalf of the Corporation and the payment of reasonable compensation for services rendered to or for the Corporation as shall be approved by the Board of Directors. 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.
- (c) All directors and officers of the Corporation shall be deemed to have expressly consented and agreed that upon dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, after compliance with all applicable laws, the assets of the Corporation then remaining in the hands of the Board of Directors shall be transferred, conveyed, delivered and paid over 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 the Superior 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.

**ARTICLE V MANNER OF ELECTION**

Directors shall be appointed or elected as indicated in the bylaws of the corporation.

**ARTICLE VI INITIAL OFFICERS AND DIRECTORS**

**Name and Title:**

Dr. Michelle Major – President  
2702 NW 52<sup>nd</sup> Pl.  
Tamarac, FL 33309

Dr. Jill Farrell  
Barry University  
11300 NE 2<sup>nd</sup> Ave.  
Miami, FL 33161

Dr. Shameka Johnson - Treasurer  
20 Apache Court  
Galloway, NJ 08205

**Name and Title:**

Matthew Aubry – Vice President  
100 Overlook Terrace Apt. 321  
New York, New York 10040

Dr. Agnes Shine - Secretary  
Barry University  
11300 NE 2<sup>nd</sup> Ave.  
Miami Shores, FL 33161

**ARTICLE VII REGISTERED AGENT**

The name and Florida street address of the registered agent is:

Name: Dr. Agnes Shine

Address: Barry University  
Department of Education  
11300 NE 2nd Ave  
Miami Shores, FL 33161

**ARTICLE VIII INCORPORATOR**

The name and address of the incorporator is:

Name: Kirsten Stevens

Address: 151 NC Highway 9, Ste B #172  
Black Mountain, NC 28711

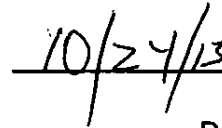
Seahorse Children's Foundation Inc. Articles of Incorporation

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



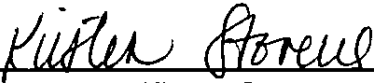
Dr. Agnes Shine

Required Signature of Registered Agent



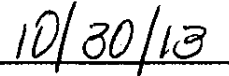
Date

**I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.**



Kirsten Stevens

Required Signature of Incorporator



Date

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SECRETARY OF STATE  
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