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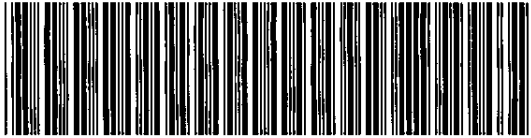
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SECRET
PART OF STATE
TALLAHASSEE, FLORIDA

π 05/11/17

EUGENE O. GEORGE
ROBERT P. SCHER
DAVID G. BOWMAN, JR.
KRAIG H. KOACH
KENNETH D. CHAPMAN, JR.

Of Counsel

TINA M. MROCZKOWSKI
ROBERT A. KIMBROUGH
HORLICK & CORBRIDGE, P.A.
KENNETH D. CHAPMAN, SR.



BOWMAN, GEORGE,
SCHER, KIMBROUGH,
KOACH & CHAPMAN, P.A.

ATTORNEYS AT LAW
Established 1912

JOHN F. BURKET
1875-1947
JOHN F. BURKET, JR.
1915-1984
V. MORRIS SMITH
1921-1996
JAMES J. DRYMON
1926-2000

Retired

L.W. WHITESSELL, JR.
DAVID G. BOWMAN, SR.

May 5, 2017

VIA PRIORITY MAIL

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

Re: Sea of Strengths School, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for Sea of Strengths School, Inc. as a not-for-profit corporation, and our firm check #33394, in the amount of \$87.50, for filing fees, registered agent designation, certified copy, and certificate of status. Please record this document and return it to us in the enclosed self-addressed envelope. Please contact me if you have any questions. Thank you.

Sincerely yours,

Tina Mroczkowski, Esq.

TMM/jjs
Enclosures (2)

**Articles of Incorporation
of
Sea of Strengths School, Inc.
A Florida Not For Profit Corporation**

FILED
17 MAY -9 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Board of Directors of the Corporation hereby adopts the following as its Articles of Incorporation under the laws of the State of Florida as follows:

ARTICLE I

The name of this corporation is **Sea of Strengths School, Inc.** The address of the Corporation is 7313 International Place, Sarasota, Florida 34240.

ARTICLE II

The effective date of these Articles of Incorporation shall be as of May 1, 2017, and the corporation shall have perpetual existence thereafter.

ARTICLE III

The purpose of this not for profit Corporation shall be to operate a not for profit school to provide instruction and training to individual students for the purpose of improving or developing their capabilities including but not limited to providing instruction and training to students who may have learning differences such as dyslexia and at all times to operate such school exclusively for such charitable purposes as will qualify it as an exempt organization under 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under the Code.

ARTICLE IV

The corporation shall have power to:

- (1) Have succession by its corporate name for the period set forth in Article II above.
- (2) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- (3) Adopt, use, and alter a common corporate seal. However, such seal must always contain the

words "corporation not for profit."

(4) Elect or appoint such officers and agents as its affairs shall require.

(5) Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

(6) Increase, by a vote cast as the bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number in excess thereof.

(7) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.

(8) Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this act in any state, territory, district, or possession of the United States or any foreign country.

(9) Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

(10) Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.

(11) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.

(12) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, convey, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.

(13) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by s. 617.0833.

(14) Have and exercise all powers necessary or convenient to affect any or all of the purposes for which the corporation is organized.

However notwithstanding anything in these Articles of Incorporation to the contrary, no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 Third 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 provision 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)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V

The name and street address of the Registered Agent is:

Tina Mroczkowski
2750 Ringling Blvd., Suite 3
Sarasota, FL 34237

ARTICLE VI

The corporation shall have a board of directors consisting of at least three or more individuals.

(1) The number of directors may be increased or decreased from time to time by amendment or in the manner provided in the bylaws, but the corporation must never have fewer than three directors.

(2) Directors shall be elected or appointed in the manner and for the terms provided in the bylaws.

(3) Directors may be divided into classes and the terms of office of the several classes need not be uniform. Each director shall hold office for the term to which he or she is elected or appointed and until his or her successor has been elected or appointed and qualified or until his or her earlier resignation, removal from office, or death.

ARTICLE VII

The name and street address of the Incorporator signing these Articles of Incorporation is:

John Hettler
7313 International Place, Suite 90
Sarasota, Florida 34240

ARTICLE VIII

The names and street addresses of the Directors are as follows:

John Hettler, **Chair**
7313 International Place, Suite 90
Sarasota, Florida 34240

Susan Stevens, **Vice Chair**
7313 International Place, Suite 90
Sarasota, Florida 34240

Robin Hamilton
7313 International Place, Suite 90
Sarasota, Florida 34240

David Stevens
7313 International Place, Suite 90
Sarasota, Florida 34240

ARTICLE IX

The power to adopt, alter, or amend the Bylaws shall be vested in the Board of Directors of this corporation.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI

Upon the dissolution of this corporation, the assets of this corporation 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of May, 2017.

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.

John Hettler
John Hettler, Incorporator and Chair

FILED
17 MAY -9 PM 1:43
DEPT OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 5th day of May, 2017, John Hettler, who is personally known to me or who produced Florida Driver's Licenses as identification, and who did take an oath.



Susan M. Bradley
Notary Public

SUSAN M. BRADLEY

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.

Tina M. Mroczkowski
Tina M. Mroczkowski, Esq., Registered Agent

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 5th day of May, 2017, Tina M. Mroczkowski, who is personally known to me or who produced Florida Driver's Licenses as identification, and who did take an oath.

Teresa L. Stellwagen
Notary Public

