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† BOARD CERTIFIED IN TAXATION  
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◇ BOARD CERTIFIED IN REAL ESTATE LAW

July 31, 1996

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

900001912889  
-08/05/96--01047--010  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Special Care Educational Services Organization,  
Incorporated

Dear Sir or Madam:

Enclosed please find an original plus one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our client's check in the amount of \$122.50 representing the required filing fee. I would appreciate receiving a certified copy of these Articles after they have been filed.

Should you have any questions, please do not hesitate to contact my office.

Sincerely,

FRESE, NASH & TORPY, P.A.

*Patrick Anderson*  
J. Patrick Anderson

JPA:sld  
Enclosures

cc: State of Florida, Dept.

EFFECTIVE DATE

7-31-96

FILED

6-8-96  
16

ARTICLES OF INCORPORATION  
FOR  
SPECIAL CARE EDUCATIONAL SERVICES ORGANIZATION INCORPORATED

FILED  
SSA-5-11-9-14

The undersigned incorporator, being a natural person competent to contract, hereby adopts these Articles of Incorporation in order to form a not-for-profit corporation without stock under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is Special Care Educational Services Organization Incorporated.

ARTICLE II

This Corporation shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The purpose of this Corporation is to operate exclusively for charitable, religious and educational purposes, 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 corresponding section of any future federal tax code.

ARTICLE IV

The initial street and mailing address for the principal place of business of the Corporation is 2914 Redgrove Drive, N.E., Palm Bay, Florida 32905.

EFFECTIVE DATE  
7-31-96

#### ARTICLE V

The name and address of the initial registered agent is: J. Patrick Anderson, 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901.

#### ARTICLE VI

The initial Board of Directors of the Corporation shall consist of four (4) Directors initially. The number of Directors may be either increased or diminished from time to time by the members, but shall never be less than three (3). The manner of electing Directors shall be provided for in the Bylaws of the Corporation. The names and addresses of the persons who shall serve as Directors until the first annual meeting of the members, or until successors have been elected and qualified, are as follows:

Leonard Nelson Carter, III  
2914 Redgrove Drive, N.E.  
Palm Bay, FL 32905

Todd Deratany  
105 S. Riverside Drive  
Indialantic, FL 32903

Diana Leahy  
125 Bayshore Drive  
Melbourne Beach, FL 32951

Natalie Whalen  
1610 Omega Street  
Palm Bay, FL 32907

#### ARTICLE VII

The officers of the Corporation shall be a president, vice president, secretary and treasurer. The manner of electing officers shall be provided for in the Bylaws of the Corporation.

The names and addresses of the persons who shall serve as officers of the Corporation until the first meeting of the Board of Directors, or until successors have been elected and qualified, are as follows:

Leonard Nelson Carter, III, President  
2914 Redgrove Drive, N.E.  
Palm Bay, FL 32905

Todd Deratany, Vice President  
105 S. Riverside Drive  
Indialantic, FL 32903

Diana Leahy, Secretary  
125 Bayshore Drive  
Melbourne Beach, FL 32951

Natalie Whalen, Treasurer  
1610 Omega Street  
Palm Bay, FL 32907

#### ARTICLE VIII

The name and address of the initial incorporator shall be J. Patrick Anderson, 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901.

#### ARTICLE IX

Terms of membership in the Corporation shall be provided for in the Bylaws of the Corporation.

#### ARTICLE X

No substantial part of the activities of this Corporation shall be for 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 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 provision of any future federal internal revenue law) or (b) by a corporation, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code (or corresponding provision of any future federal internal revenue law).

#### ARTICLE XI

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 III hereof. Notwithstanding the above, no compensation shall be paid for any services rendered as a Director of the Corporation.

#### ARTICLE XII


Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all liabilities of the Corporation, distribute all assets of the Corporation exclusively for the purposes set forth in Article III hereof to an organization, or organizations, organized and operated exclusively for charitable, educational, religious or scientific purposes as an exempt organization, or organizations, under Section 501(c)(3) of the Internal Revenue Code (or corresponding provision

of any future federal revenue law or to the federal government or state or local government for a public purpose, as the Board of Directors shall determine.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 31st day of July, 1996.

  
J. PATRICK ANDERSON


I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

  
J. PATRICK ANDERSON  
Registered Agent

STATE OF FLORIDA }  
COUNTY OF BREVARD }

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared J. Patrick Anderson to me known to be the person described in the foregoing Articles of Incorporation or who produced a Florida driver's license (No. A536-455-55-332) as identification and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation and that he did not take an oath.

WITNESS my hand and official seal in the County and State aforesaid this 31st day of July, 1996.

  
Sandra L. Debbert  
Notary Public

