

N97000006951

MANUEL ZAIAC
ATTORNEY AT LAW

SUITE 2350 INTERNATIONAL PLACE
100 SOUTHEAST 2ND STREET
MIAMI, FLORIDA 33131

TELEPHONE 358-4580
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Nov 17, 1997

Corporate Records Bureau
Division of Corporations
Department of State
P O Box 6327
Tallahassee, Fla 32301

800002352968--0
-11/20/97--01068--008
***122.50 ***122.50

Gentlemen:

American Dyslexia Association, Inc.

Enclosed is original and one copy of Articles of Incorporation of

~~DYSLEXIA JUNIOR EDUCATIONAL TASK ORGANIZATION, INC. (DYSLEXIA JET)~~

Also enclosed is a check in the sum of \$122.50 to cover charter tax, filing fee, certified copy and resident agent's fee.

Thank you for your attention to this matter.

Sincerely,

Manuel Zaiac
Manuel Zaiac

FILED
97 DEC 1 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MZ:Ada

encls.

DMP
12/5/97

~~W97-27253~~

~~2555, 192~~

~~W97-21385~~

RLT
11/24/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 24, 1997

MANUEL ZAIAC, ESQ.
100 SE 2ND ST, SUITE 2350
MIAMI, FL 33131

SUBJECT: DYSLEXIA JUNIOR EDUCATIONAL TASK ORGANIZATION, INC.
(DISLEXIA - JET)
Ref. Number: W97000026385

We have received your document for DYSLEXIA JUNIOR EDUCATIONAL TASK ORGANIZATION, INC. (DISLEXIA - JET) and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate 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.

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 197A00056042

*We changed NAME of corporation
to AMERICAN Dyslexia ASSOCIATION Inc*

THANKS!

ARTICLES OF INCORPORATION
OF

AMERICAN DYSLEXIA ASSOCIATION, INC.
A FLORIDA NONPROFIT CORPORATION

EFFECTIVE DATE

12/1/97

ARTICLE ONE

Name

AMERICAN DYSLEXIA ASSOCIATION, INC.

a Florida nonprofit Corporation.

FILED
97 DEC 1 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE TWO

Principal Office and Address

The address of the principal office of the Corporation is, 407 Lincoln Road, Apt. 12-E, Miami Beach, Florida 33139, and the mailing address of the Corporation is 407 Lincoln Road, Apt. 12-E, Miami Beach, Florida 33139.

ARTICLE THREE

Duration

The term of existence of the Corporation is perpetual and the corporate existence will commence on

ARTICLE FOUR

Purpose

The purpose for which the corporation is organized is, to disseminate all types of educational materials throughout the world in order to teach and promote the most advanced techniques of diagnosing, treating and tutoring dyslectic children and adolescents so that they can succeed in their educational objectives.

The Corporation organized herein will be operated in accordance with the following:

(1) The purposes for which the Corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations 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.

(2) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, any Director, Officer, or member of the Corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation, and reasonable expenses may be paid thereto, affecting one or more of the Corporation's purposes) and no Director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office at any time.

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

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

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

(6) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

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

(8) 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 exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

(9) Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose 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 (or the 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 the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE FIVE

Directors

The Corporation shall have no less than three directors. The first board will be:
Ljubo Skrbic 407 Lincoln Road Apt 12-E Miami Beach, Florida 33139
Jim Dessi 407 Lincoln Road Apt 12-E Miami Beach, Florida 33139
George Trikovski, M.D. 407 Lincoln Road Apt 12-E Miami Beach, Fla. 33139
The method of election of Directors is set forth in the By-Laws.

ARTICLE SIX

Officers


The initial officers will be Ljubo Skrbic, Chairman of the Board, President & Treasurer
407 Lincoln Road Apt 12-E Miami Beach, Florida 33139 and
Jim Dessi, Secy. 407 Lincoln Road Apt 12-E Miami Beach, Florida 33139

ARTICLE SEVEN
Registered Office and Agent

The initial registered office of the Corporation shall be located at
407 Lincoln Rd. Apartment 12-E, Miami Beach, Fla 33139

ARTICLE EIGHT
Incorporators

The name and residence of the incorporator is: Ljubo Skrbic
407 Lincoln Rd. Apartment 12-E, Miami Beach, Fla 33139



Ljubo Skrbic

STATE OF FLORIDA)
COUNTY OF DADE) SS

BEFORE ME, a Notary Public authorized to take acknowledgments in the
State and County set forth above, personally appeared

Ljubo Skrbic

personally known to me and known by me to be the person who executed the fore-
going Articles of Incorporation and who acknowledged before me that he executed
those Articles of Incorporation and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal in the State and County aforesaid, this ^{17th} day of Nov. 1997.



MANUEL ZAIAC

OFFICIAL NOTARY SEAL
MANUEL ZAIAC
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. C0682381
MY COMMISSION EXP. JULY 31, 2001

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FILED
DEC 1 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST--THAT AMERICAN DYSLEXIA ASSOCIATION, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF Miami
(CITY)

STATE OF Florida HAS NAMED Ljubo Skrbic
(STATE) (NAME OF RESIDENT AGENT)

LOCATED AT 407 Lincoln Road Apt. 12-E Miami Beach, Fla 33139
(STREET ADDRESS AND NUMBER OF BUILDING, POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF Miami Beach, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.
(CITY)

SIGNATURE [Signature]
(CORPORATE OFFICER)

TITLE President

DATE 11/17/1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE [Signature]
(RESIDENT AGENT)

DATE 11/17/97