

N 98000005086

ATTORNEYS' TITLE

Requestor's Name

Address

City/State/Zip

Phone #

Office Use Only

FILED  
98 SEP -4 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. H.O.P.E. Inc.  
(Corporation Name) (Document #)
2. H.O.P.E. For Parents of Exceptional Children, Inc.  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time ASAP ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-08/20/98-01002--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RECEIVED  
98 AUG 20 AM 8:11  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

1096 17013  
26011 SEP 04 1998

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 20, 1998

ATTORNEYS' TITLE  
660 E JEFFERSON ST  
TALLAHASSEE, FL

SUBJECT: H.O.P.E., INC.  
Ref. Number: W98000019043

We have received your document for H.O.P.E., INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 698A00043268

**ARTICLES OF INCORPORATION**  
**OF**  
**FLORIDA NONPROFIT CORPORATION**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is H.O.P.E. for Parents of Exceptional Children, Inc.

ARTICLE II

The principal office of this corporation is 803 Jenks Avenue Suite One, Panama City, Florida 32401.

ARTICLE III

This is a nonprofit corporation, organized solely for general educational, and charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE IV

The term of existence of this corporation is perpetual.

ARTICLE V

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of education and charity and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To provide early childhood intervention to special needs children and their families.

C. To operate exclusively in any other manner for such educational and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE VI

A. This corporation shall be authorized to issue 500 membership certificates.

B. All membership certificates issued by the corporation shall contain a statement on the face thereof that it is a nonprofit corporation. If such shares are restricted as to their sale or purchase, the membership certificates shall bear a legend stating that such certificates are restricted in the manner described in the

Bylaws or any agreement between the members and that a copy of such Bylaws or agreement shall be provided to all members.

C. Except as otherwise prescribed by Florida law, each share shall entitle the holder thereof to one vote.

#### ARTICLE VII

Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be five (5), provided, however, that such number may be changed by a Bylaw duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Victoria Morson	2838 Harrison Avenue Apartment F, Panama City, Florida 32405
Paul Morson	2838 Harrison Avenue Apartment F, Panama City, Florida 32405
Amy Rosenberger	2844 Harrison Avenue Apartment A, Panama City, Florida 32405

#### ARTICLE VIII

Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the Bylaws of this corporation may authorize the Directors to elect from time to time.

Initially, such officers shall be elected at the first annual meeting of the Board of Directors.

#### ARTICLE IX

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 V hereof.

B. 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 any candidate for public office.

C. 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### ARTICLE X

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE XI

The qualification for members and the manner of their admission shall be

regulated by the Bylaws for this corporation.

#### ARTICLE XII

The names and addresses of the Subscribers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Victoria Morson	2838 Harrison Avenue Apartment F, Panama City, Florida 32405
Amy Rosenberger	2844 Harrison Avenue Apartment A, Panama City, Florida 32405

#### ARTICLE XIII

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaw of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by resolution of the Board of Directors or by following the procedure set forth therefor in the Bylaws.

#### ARTICLE XIV

The property of this corporation is irrevocably dedicated to educational and charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

#### ARTICLE XV

The address of the corporation's registered office shall be 803 Jenks Avenue Suite One, Panama City, Florida 32401, and the name of its Registered Agent at said address shall be Amy Rosenberger.

#### ARTICLE XVI

Amendments to these Article of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the Bylaws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 28 day of August, 1998.

WITNESSED BY:

Amy Frankl

Amy Frankl

Victoria Morson  
VICTORIA MORSON

Amy Rosenberger  
AMY ROSENBERGER

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS  
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: That H.O.P.E. for Parents of Exceptional Children, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Panama City, County of Bay, State of Florida, has named AMY ROSENBERGER, located at 803 Jenks Avenue Suite One, City of Panama City, County of Bay, State of Florida, as its agent to accept service of process within this State.

8.28.98  
Dated

Amy Rosenberger  
AMY ROSENBERGER

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Amy Rosenberger  
AMY ROSENBERGER

STATE OF FLORIDA  
COUNTY OF BAY

I hereby certify that on this day, before, me, an officer authorized to administer oaths and take acknowledgments, personally appeared AMY ROSENBERGER, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same and an oath was taken.

(Check one:)

- ☐ Said person is personally known to me.  
☒ Said person provided me the following type of identification Florida Drivers License.  
Witness my hand and official seal in the County and State last aforesaid this 28 day of August, 1998.

FILED  
98 SEP -4 PM 3:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amy P. Franklin  
Notary Signature

Printed Name  
My Commission Expires:  
My Commission Number:



AMY P. FRANKLIN  
MY COMMISSION # CC484337 EXPIRES  
November 17, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.