

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H09000183255 3)))



H090001832553ABCD

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850) 617-6381

From:  
Account Name : EDWARDS COHEN  
Account Number : I20080000011  
Phone : (904) 633-7979  
Fax Number : (904) 633-9026

RECEIVED  
09 AUG 17 PM 1:05  
DIVISION OF CORPORATION

FLORIDA PROFIT/NON PROFIT CORPORATION

Jacksonville's Children's Speech Center, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2009 AUG 17 AM 11:42

Electronic Filing Menu

Corporate Filing Menu

Help

8/18/09

FILED  
SECRETARY OF STATE  
H09000183255 3  
CORPORATIONS

2009 AUG 17 AM 11:42

**ARTICLES OF INCORPORATION**  
**OF**

**JACKSONVILLE'S CHILDREN'S SPEECH CENTER, INC.**

**ARTICLE I**  
**Name and Duration**

The name of the Corporation is Jacksonville's Children's Speech Center, Inc. The duration of the Corporation is perpetual. The Corporation shall begin its corporate existence as of the date that these Articles are filed by the Secretary of State.

**ARTICLE II**  
**Principal Office**

The address of the principal office and mailing address of the Corporation in the State of Florida is 14603 Beach Blvd., Suite 750, Jacksonville, FL 32250.

**ARTICLE III**  
**Registered Office and Agent**

The street address of the registered office in the State of Florida is 14603 Beach Blvd., Suite 750, Jacksonville, FL 32250. The name of the registered agent at such address is Samantha Droogsma.

**ARTICLE IV**  
**Corporate Purposes, Powers and Rights**

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are rehabilitation or therapy services for which corporations may be organized under the Florida Business Corporation Act.
2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

H09000183255 3

H09000183255 3

ARTICLE V  
Capital Stock

The total number of shares of capital stock, which the Corporation has the authority to issue, is one thousand (1,000) shares of Common Stock ("Common Stock") having no par value per share.

ARTICLE VI  
Incorporator

The name and mailing address of the incorporator of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Samantha Droogsma	14603 Beach Blvd. Suite 750 Jacksonville, Florida 32250

ARTICLE VII  
Board of Directors

1. The number of members of the Board of Directors may be increased or decreased from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.
2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may select a director to fill the vacancy until the next annual meeting of the shareholders.
3. The name and mailing address of the person(s) who shall serve as the initial director(s) of the Corporation until the first annual meeting of the shareholders is as follows:

<u>Name</u>	<u>Address</u>
Samantha Droogsma	14603 Beach Blvd Suite 750 Jacksonville, Florida 32250

H09000183255 3

H09000183255 3

ARTICLE VIII  
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX  
Bylaws

The power to adopt, amend or repeal bylaws for the management of the Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X  
Indemnification

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

ARTICLE XI  
Transfer of Shares

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

The undersigned, for purposes of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

H09000183255 3

08/17/2009

11:41

EDWARDS COHEN → 18506176381

NO. 640

005

H09000183255 3

Dated at Duval County, Jacksonville, Florida this 31 day of August, 2009.

**INCORPORATOR**

By: Samantha K. Droogsma  
Samantha Droogsma

H09000183255 3

H09000183255 3

**REGISTERED AGENT CERTIFICATE**

Pursuant to the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That Samantha Droogsma, MS, desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, State of Florida, has named Samantha Droogsma, located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process and serve as registered agent for the above stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further state that I am familiar with § 607.0501, Florida Statutes.

Dated this 14 day of August, 2009.

Samantha Droogsma  
Samantha Droogsma, MS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2009 AUG 17 AM 11:42

H09000183255 3