N02000000614

Richard H. Langley
ATTORNEY AND COUNSELLOR AT LAW
700 ALMOND STREET
P.O. Box 120188
CLERMONT, FL 34712-0188
TEL: (352) 394-4025 FAX: (352) 394-1604

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 23 PM 1:35

OVERNIGHT MAIL

MEMORANDUM

TO: Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399
P.O. Box 6327
Tallahassee, FL 32314

600004791526--3
-01/23/02--01052--001
*****70.00 *****70.00

FROM: Linda Topping, Legal Assistant

DATE: January 22, 2002

RE: Minneola Charter School
Our File No. 01-10736

EFFECTIVE DATE
1-17-02

Enclosed are the following in connection with the incorporation of the captioned:

1. Articles of Incorporation (original and one copy)
2. $70.00 filing fee

Please file the Articles of Incorporation noting the effective date of January 17, 2002 and return a "file stamped" copy of the Articles of Incorporation to this office along with the Certificate of Status.

Enclosures
cc: Client

1-29-02
WC

SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED
02 JAN 23 PM 1:35

# ARTICLES OF INCORPORATION

## MINNEOLA ELEMENTARY SCHOOL, INC.

(A Florida Corporation Not for Profit)

## ARTICLE I. – NAME

The name of this corporation is MINNEOLA ELEMENTARY SCHOOL, INC., and shall be hereafter referred to as the "Corporation" in these Articles.

## ARTICLE II. – STREET ADDRESS

The street address of the principal office and the mailing address of this Corporation is 300 Pearl Street, Clermont, Florida, 34711.

## ARTICLE III. - PURPOSE

The Corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

EFFECTIVE DATE
1-17-02

## ARTICLE IV. – CORPORATE POWERS

This Corporation shall have all powers granted by law to not-for-profit corporations subject to the following limitations and restrictions:

(a) 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. 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. 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 form Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986 (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 1986 (or the corresponding provision of any future United States Internal Revenue law).

(b) No member, trustee, officer or private individual, shall be entitled to share in the distribution of any corporate assets upon dissolution of the Corporation. 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 the residual assets of the Corporation by transfer to an entity or organization under Section 501 (c) (3) and Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), or if not in existence or not qualifying as a tax exempt organization, to such other entity as is in existence and qualifying as an exempt organization under Section 501 (c) (3) and Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

## ARTICLE V. – INCORPORATORS

The names and addresses of the incorporators of the Corporation are:

| Name | Addresses |
|---|---|
| Mickey R. Marks | 300 Pearl Street,<br>Clermont Florida, 34711 |

## ARTICLE VI. – DIRECTORS

The method of election of directors shall be as stated in the bylaws of Corporation.

The names, addresses and terms of the persons who are to serve as the initial directors of the Corporation are:

| Name | Term | Addresses |
|---|---|---|
| Mickey R. Marks | 6 years | 300 Pearl Street, Clermont Florida, 34711 |
| Michael Brouwer | 2 years | 11519 Valley Road, Clermont, Florida 34711 |
| Diana Brown | 2 years | 1732 Disston Avenue, Clermont, Florida 34711 |
| Cornelius Faulk | 2 years | 815 Hatteras Avenue, Clermont, Florida 34711 |
| David Garrett | 2 years | 1932 Baxter Avenue, Orlando, Florida 32806 |
| Scott Mizell | 2 years | 928 Arbor Hill Circle, Clermont, Florida, 34711 |
| Mary Paige | 2 years | P.O. Box 120061, Clermont, Florida 34711 |
| Gerald Zinn | 2 years | 125 Sunnyside Drive, Clermont, Florida 34711 |

## ARTICLE VII. - MEMBERS

Pursuant to Section 617.0601 of the Florida Not For Profit Act, Florida Statutes, this Corporation shall operate without members.

## ARTICLE VIII. – OFFICERS

A. The officers of the Corporation shall be a President, one or more Vice Presidents, a Secretary and a Treasurer, and such other officers as may be provided in the Bylaws.

B. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

| | |
|---|---|
| President | David Garrett |
| Vice President | Diana Brown |
| Secretary | Scott Mizell |
| Treasurer | Michael Brouwer |

C. The officers shall be elected in the manner provided in the Bylaws.

## ARTICLE IX. – REGISTERED AGENT

The registered agent is Richard H. Langley, and the registered office of the Corporation is 700 Almond Street, Clermont, Florida, 34711.

## ARTICLE X - EXISTENCE AND DURATION

The date that corporate existence shall begin shall be January 17, 2002. This election is pursuant to Florida Statute 607.0203. The corporation shall have perpetual existence.

For the purpose of forming this non-profit corporation under the laws of the State of Florida, we the undersigned, constituting the incorporators of this Corporation, have executed these Articles of Incorporation this 17th day of January, 2002.

| Name and Address | Signature |
|---|---|
| Mickey R. Marks<br>300 Pearl Street<br>Clermont, Florida, 34711 | Mickey R Marks |

**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT**
**FOR**
**MINNEOLA ELEMENTARY SCHOOL, INC.**
**A NOT-FOR-PROFIT CORPORATION**

SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED
02 JAN 23 PM 1:35

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT 700 ALMOND STREET, CLERMONT, FLORIDA, 34711, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature: ______________________
Richard H. Langley, Registered Agent

Date: 1/17/02