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APR 07 2014

C. CARROTHERS

F a i t h
P R E P A R A T O R Y S C H O O L

FAITH PREPARATORY SCHOOL, INC.

A Florida Non-Profit Corporation

**AMENDED AND RESTATED ARTICLES OF
INCORPORATION**

**ARTICLE I
NAME**

1.01 Name

The name of this corporation shall be FAITH PREPARATORY SCHOOL, INC. The business of the corporation may be conducted as FAITH PREPARATORY SCHOOL, INC. or FAITH PREPARATORY SCHOOL OF LAKE SUZY or FAITH PREP SCHOOL or FAITH PREP SCHOOL OF LAKE SUZY.

**ARTICLE II
DURATION**

2.01 Duration

The period of duration of the corporation is perpetual.

**ARTICLE III
PURPOSE**

3.01 Purpose

FAITH PREPARATORY SCHOOL, INC. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Specifically, FAITH PREPARATORY SCHOOL, INC. will operate a faith-based nursery and school for the training, instruction and education of preschool, Kindergarten and elementary

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school children to develop and improve their capabilities.

ARTICLE IV **NON-PROFIT NATURE**

4.01 Non-Profit Nature

FAITH PREPARATORY SCHOOL, INC. is organized exclusively for charitable 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. No part of the net earnings of FAITH PREPARATORY SCHOOL, INC. 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

FAITH PREPARATORY SCHOOL, INC. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of FAITH PREPARATORY SCHOOL, INC. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the FAITH PREPARATORY SCHOOL, INC., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the FAITH PREPARATORY SCHOOL, INC. hereunder shall be selected by the discretion of a majority of the managing body of the FAITH PREPARATORY SCHOOL, INC. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the FAITH PREPARATORY SCHOOL, INC. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V
BOARD OF DIRECTORS

5.01 Governance

FAITH PREPARATORY SCHOOL, INC. shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be Kerri Scarry (President), Patrick Jackson (Vice President), Marsha Mikus (Secretary), Diane Roose (Treasurer), Rev. Andrea Barrios (Director), Natalia Drumm (Director), Sue Sweet-West (Director), and Justin Smoak (Director).

ARTICLE VI
MEMBERSHIP

6.01 Membership

FAITH PREPARATORY SCHOOL, INC. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII
AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII
ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical and mailing addresses of the corporation are:

FAITH PREPARATORY SCHOOL, INC.
12100 SW Academy Dr.
Lake Suzy, FL 34269-8713

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Ericka L. Brown
315 Tipton St.
Port Charlotte, FL 33954-1289

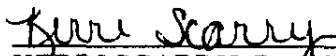
ARTICLE X
INCORPORATOR

The incorporator of the corporation is as follow:

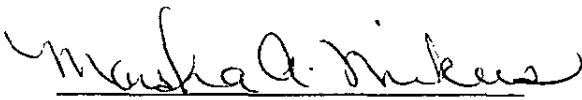
D. Craig Brown
315 Tipton St.
Port Charlotte, FL 33954-1289

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

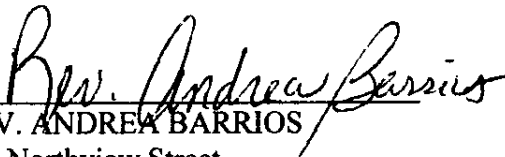
We, the undersigned, do hereby certify that the above stated Articles of Incorporation of FAITH PREPARATORY SCHOOL, INC. were approved by the board of directors on Sept 15, 2014 and constitute a complete copy of Articles of Incorporation of the FAITH PREPARATORY SCHOOL, INC.


KERRI SCARRY, President
1875 Citron St.
Port Charlotte, FL 33980


PATRICK JACKSON, Vice President
638 Gaines St. NW
Port Charlotte, FL 33952

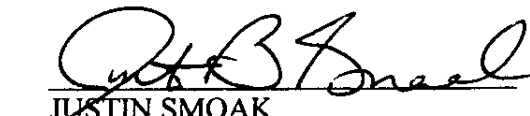

MARSHA MIKUS, Secretary
1030 Great Falls Ave.
Port Charlotte, FL 33948


DIANE ROOSE, Treasurer
23389 McCandless Ave.
Port Charlotte, FL 33980


REV. ANDREA BARRIOS
210 Northview Street
Port Charlotte, FL 33954

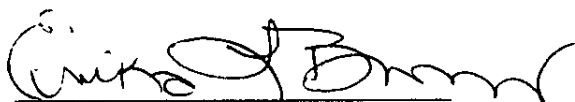

SUE SWEET-WEST
22376 Midway Blvd.
Port Charlotte, FL 33952


NATALIA DRUMM
4688 Belladonna Ave.
North Port, FL 34286


JUSTIN SMOAK
4845 Fairlane Dr.
North Port, FL 34288

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, Ericka L. Brown, agree to be the registered agent for FAITH PREPARATORY SCHOOL, INC.
as appointed herein.


ERICKA L. BROWN, Executive Director
Registered Agent

Date: 9.15.14

Faith PREPARATORY SCHOOL

Board of Directors

Kerri Scarry
President

Patrick Jackson
Vice President

Diane Roose
Treasurer

Marsha Mikus
Secretary

Rev. Andrea Barrios
Natalia Drumm
Justin Smoak
Susan Sweet-West

Ericka Brown
Executive Director

March 28, 2015

Ms. Tina Carter
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Dear Ms. Carter,

In response to your conversation with my husband, Craig Brown, on Friday, March 27th, please file the enclosed Amended and Restated Articles of Incorporation for Faith Preparatory School, Inc. Also enclosed is our check for \$35.00 filing fee.

If you have any questions, please contact Craig at 941 743-0098

Sincerely,



Ericka L. Brown
Director

12100 SW Academy Dr.
Lake Suzy, FL 34269

941-743-0098 (t)
941-743-0078 (f)

info@faithprepschool.org
www.faithprepschool.org