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CUSTOMER: Susan W. Carlson, Esq
BRONSTEIN CARLSON GLEIM &
SMITH, P.A.
Suite 1100
150 Second Avenue, North
St. Petersburg, FL 33701

DOMESTIC FILING

NAME: THE ACADEMY FOUNDATION, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

DIVISION
MAY 9 1996
6
5/10/96
JD

ARTICLES OF INCORPORATION
OF
THE ACADEMY FOUNDATION, INC.
(A Corporation Not-for-Profit)

RECEIVED
JAN 13 1983
CLERK OF COURT
JAN 13 1983

We, the undersigned natural persons of legal age, acting as incorporators for the purpose of creating a corporation not-for-profit under the laws of the State of Florida, as provided in Chapter 617, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I.
NAME

The name of the corporation shall be: THE ACADEMY FOUNDATION, INC.

ARTICLE II.
ADDRESS

The street address and mailing address of the corporation is: 2911 Sunset Way, St. Pete Beach, Florida 33706.

ARTICLE III.
DURATION

The corporation shall have perpetual existence.

ARTICLE IV.
PURPOSES

The corporation is organized exclusively for charitable, religious, education, 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) and its principal purpose shall be the promotion and operation of one or more private schools located in the state of Florida, which shall focus on the education of children who are economically underprivileged, with an emphasis on development of basic skills at the middle school level and the encouragement and support of the students of such schools in connection with subsequent education.

Any school owned and operated by the corporation shall admit students of any race, color, national and ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to students at the school. The corporation and its school shall not discriminate on the basis of race, color, national and ethnic origin in administration of its educational policies, admissions policies, scholarship and loan program, and athletic and other school-administered programs.

ARTICLE V. POWERS

This corporation shall have all powers granted by law to not-for-profit corporations subject to the following limitations and restrictions. 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 IV 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 from 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).

ARTICLE VI.
DISSOLUTION

No 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 Trustees 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 purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the court of competent jurisdiction, as provided by law, 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 said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII.
NO MEMBERS

This corporation shall have no members and shall not issue member certificates. This corporation shall be organized on a nonstock basis and shall not issue shares of stock.

ARTICLE VIII.
BOARD OF TRUSTEES

Control of the affairs of the corporation shall initially be vested in the Board of Trustees consisting of five (5) Trustees, who shall be elected on an annual basis, but the term of office of any member of the Board of Trustees may be for a period of more than one (1) year as provided in the Bylaws. The number of Trustees may be, as provided in the Bylaws, increased or decreased, but shall never be less than three (3) Trustees. The Board of

Trustees shall be a self-perpetuating body and new Trustees shall be elected by ongoing Trustees at their annual meeting. Vacancies on the Board of Trustees shall be filled by a majority vote of the remaining members of the Board, whether or not then a quorum. Any member of the Board of Trustees elected by the Board of Trustees to fill a vacancy shall hold office until the next annual meeting of the Board of Trustees. The Board of Trustees may be organized into one (1) or more separate categories of Trustees as provided in the Bylaws. The names and addresses of the first members of the Board of Trustees who shall serve until their successors are duly elected and qualified are:

Joan A. Fortune
2911 Sunset Way
St. Pete Beach, FL 33706

Jeffrey Fortune
2911 Sunset Way
St. Pete Beach, FL 33706

Charles W. Ehrlich
4699 Central Avenue
St. Petersburg, FL 33713

Robert L. Anders
1841 Almeria Way South
St. Petersburg, FL 33712

Barbara Anders
1841 Almeria Way South
St. Petersburg, FL 33712

ARTICLE IX.
INFORMAL ACTION

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Trustees, or any action which may be taken at any annual or special meeting of such Board, may be taken without a meeting, without prior notice, and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Trustees.

ARTICLE X.
BYLAWS

The Board of Trustees shall make, and shall have the power to amend or repeal, the Bylaws of the corporation.

ARTICLE XI.
REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be 2911 Sunset Way, St. Pete Beach, Florida 33706.

The registered agent shall be Joan A. Fortune.

The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.

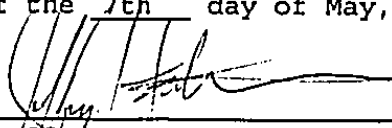
ARTICLE XII.
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by the Board of Trustees and such amendments may be proposed and adopted in the manner provided in the Bylaws.

ARTICLE XIII.
INCORPORATORS

The name and address of the persons signing these Articles of Incorporation as the Incorporators are Jeffrey Fortune and Joan A. Fortune, 2911 Sunset Way, St. Pete Beach, Florida 33706.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation as of the 7th day of May, 1996.



Jeffrey Fortune



Joan A. Fortune

ACCEPTANCE AND ACKNOWLEDGMENT

I hereby agree to act as registered agent, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of §617.0501, Florida Statutes.

111890

Joan A. Fortune

Joan A. Fortune
Registered Agent

FILED
SEP 11 2008
TAMPA, FLORIDA