

N98000003597

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

McKeel Academy of  
Technology, Inc.

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

FILED  
98 SEP 21 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
98 SEP 17 AM 10:11  
DIVISION OF CORPORATION

Amended & Restated *See*  
Signature *9/21*

Requested by: *Aher* 9.17 925  
Name Date Time  
Walk-In Will Pick Up



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED

SEP 21 AM 10:17

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

September 17, 1998

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: MCKEEL ACADEMY OF TECHNOLOGY, INC.  
Ref. Number: N98000003597

We have received your document for MCKEEL ACADEMY OF TECHNOLOGY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The name of the person signing the document must be typed or printed beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown  
Corporate Specialist

Letter Number: 298A00047126

*Corrected*

FILED  
98 SEP 21 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**MCKEEL ACADEMY OF TECHNOLOGY, INC.**

Pursuant to Section 607.1007 of the Florida Statutes, we the undersigned, being the President and Secretary of MCKEEL ACADEMY OF TECHNOLOGY, INC., a Florida corporation (the "Corporation"), hereby certify that:

- (1) The original articles of incorporation of the Corporation were filed by the Department of State on June 18, 1998.
- (2) These Amended and Restated Articles of Incorporation were duly adopted by the Corporation's Board of Directors on September 9, 1998.
- (3) There are no members entitled to vote on this amendment.

The Articles of Incorporation of the Corporation are hereby amended and restated in the nature of a complete substitution those certain Articles of Incorporation dated June 8, 1998 and filed with the Florida Department of State on June 18, 1998.

The text of the Articles of Incorporation of the Corporation as restated, effective as of the date of filing with the Department of State, shall read as follows:

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under Chapter 617 of the laws of the State of Florida, applicable to corporations not for profit, under the following proposed charter:

**ARTICLE I**

The name of the corporation shall be MCKEEL ACADEMY OF TECHNOLOGY, INC., and the principal office shall be located at 1810 W. Parker Street, Lakeland, Florida 33815.

**ARTICLE II**

The corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profits of the Corporation are distributable to, or inures to the benefit of, its

directors or officers; provided however, reasonable compensation as set by the Foundation Board of Trustees may be paid for services rendered to or for the corporation. 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 any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this certificate, the Corporation shall not carry on any other activities not permitted to be carried on 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 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 III

This corporation is organized and is to operate exclusively not for profit as a conversion charter school to provide an education to individuals without regard to sex, race, color, creed or ethnic and national origin and such other purposes as the Trustees shall deem appropriate and which is lawful under the Florida Not for Profit Corporation Act.

### ARTICLE IV

For such purposes, and operating without profit, and in the manner herein stated, the corporation shall have the power to:

- A. Engage in any and all activities which may be deemed necessary or appropriate for the proper and successful attainment of the objects and purposes for which this corporation was created.
- B. Solicit, accept, hold and administer contributions received by deed, gift, will, ordinance, statute or otherwise, either in trust or otherwise; to own, hold, operate and administer or dispose of real and personal property, both in this state and all other states, territories and dependencies of the United States;

and generally to do all things necessary and proper to accomplish the purposes herein stated and permitted to like non-profit corporations by law.

C. Provided further, that:

1. Assets or property held in trust for the corporation or by the corporation for its corporate purposes as herein stated shall be segregated and identified as being so held, and shall not be held without disclosure of the fiduciary capacity in which they are held.
2. The corporation shall not engage in any transaction prohibited by Section 503(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.
3. The corporation shall not apply accumulation of income in any manner which may subject it to denial of exemption as provided in Section 504 of the United States Internal Revenue Code as now enacted, or as it may hereafter be amended.
4. In the event of the dissolution of this corporation, any assets of said corporation then remaining shall be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE V

The term for which this corporation shall exist shall be perpetual.

ARTICLE VI

Except as otherwise provided therein, the Bylaws of this corporation shall be made, altered and rescinded by a two-thirds majority vote of the Trustees voting at any regular Trustees meeting or at a special meeting called for that purpose.

ARTICLE VII

The name and residence of the incorporator is as follows:

HAROLD MAREADY  
1810 W. Parker Street  
Lakeland, Florida 33816

ARTICLE VIII

The membership in the corporation shall consist solely of the Board of Trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights, privileges and responsibilities of members shall be set forth in the bylaws.

ARTICLE IX

The affairs of this corporation shall be managed by a Chairman, President, Secretary, Treasurer and a Board of not less than five (5) voting Trustees and no more than ten (10) voting Trustees and by such other officers of the corporation as the corporation may hereafter see fit to name and designate. The number of Trustees may be increased from time to time by the Bylaws of the Corporation, but shall never be less than five (5) voting members or more than ten (10) voting members.

(a) Board of Trustees. The Board of Trustees shall consist of six (6) voting Trustees including within that number the Teacher of the Year who shall be designated as the Teacher Representative, and the President of MCKEEL ACADEMY OF TECHNOLOGY, INC., who shall be a non-voting member of the Board of Trustees. The Board consisting of six (6) voting Trustees shall be composed of those persons hereinafter named:

FAITH MARLOW (Teacher Representative)  
6641 East Newman Circle  
Lakeland, FL 33811

REBECCA HAM  
5339 Glenmore Drive  
Lakeland, FL 33813

SETH MCKEEL  
2000 E. Edgewood Drive, Suite 214  
Lakeland, FL 33803-3648

SHARON STONE  
2607 Coventry Avenue  
Lakeland, FL 33803

DR. CLINT WRIGHT  
510 Hartsell Boulevard  
Lakeland, FL 33801

HAROLD MAREADY (Non-Voting)  
1810 W. Parker Street  
Lakeland, FL 33815

PATRICIA WEAVER  
1419 Condye Street  
Lakeland, FL 33815

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

The Teacher Representative on the Board shall serve for a one (1) year term commencing on the 1<sup>st</sup> day of July following their selection as Teacher of the Year.

As nearly as may be, one-half (½) of the remaining voting Trustees shall be elected to serve a three (3) year term and the other one-half (½) shall be elected to serve a four (4) year term. All successive terms shall be for three (3) year terms and shall commence as of the 1<sup>st</sup> day of July of such term.

(b) Corporate Officers. The Board of Trustees shall elect the following officers: Chairman, President, Treasurer and Secretary, and such other officers as the Board may deem appropriate and as allowed by these articles and the Corporation's Bylaws. Initially, such officers shall be elected at the first meeting of the Board of Trustees. Thereafter, such officers shall be elected at the board of trustees meeting immediately after the annual meeting of members of the Corporation. Until such election is held, the following individuals shall serve as corporate officers:

Chairman: SETH McKEEL

President: HAROLD MAREADY

Secretary: JULIE GRICE

Treasurer: DEBI W. WEST

ARTICLE X

These articles of amendment and restatement of incorporation may be amended by the members at a special meeting of the members called for that purpose. The amendment must be proposed by a resolution adopted by a two-thirds vote of the voting members of a quorum of the Board and then submitted to a quorum of the members for their vote. The proposed amendment must be approved by a two-thirds vote of a quorum of the voting members of the Corporation

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 15<sup>th</sup> day of Sept., 1998.

Signed, Sealed and Delivered  
in the Presence of:

Debi West  
Debi West (Type or Print Name)

HAROLD MAREADY  
HAROLD MAREADY

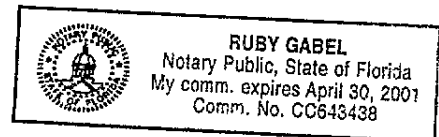
Julie A. Grice  
Julie A. Grice (Type or Print Name)

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of Sept., 1998, by HAROLD MAREADY, [ ] who is personally known to me or [ ] who has produced \_\_\_\_\_ as identification.

Ruby Gabel  
Notary Public/State of Florida  
at Large

My Commission Expires:





IN WITNESS WHEREOF, these Articles of Amendment and Restatement to the Articles of Incorporation have been executed on behalf of MCKEEL ACADEMY OF TECHNOLOGY, INC., by their officers this 15th day of September, 1998.

MCKEEL ACADEMY OF TECHNOLOGY, INC.

BY: Harold Maready  
Harold Maready, President

Attest: Julie Grice  
Julie Grice, Secretary

(Corporate Seal)

C:\BJK\CLIENTS\m-n\MCKEEL ACADEMY\AMEND.ART.wpd\*September 11, 1998