

N99000007348

DIVISION OF CORPORATIONS P.O. BOX 6327, TALLAHASSEE FL 32314

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, FL 32314

FILED  
99 DEC 10 PM 11:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: KOTA Charter School, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$78.50, which represents:

- \$35.00 Filing Fee
- \$35.00 Designation of Registered Agent
- \$ 8.<sup>50</sup> Certified Copy

78.50

500003067095--9  
-12/10/99--01081--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

From:

Nicholas Constantine  
87 North Winter Park Drive  
Casselberry, FL 32707  
407 695-7292

EFFECTIVE DATE  
01-01-00

Note: Please provide the original and one copy of the articles.

gjc 12/14

**ARTICLES OF INCORPORATION**

**OF**

**KOTA Charter School, Inc.**

**A NON-PROFIT CORPORATION**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, order to form a non-profit corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

**Article I**

The name of this corporation is KOTA Charter School, Inc.

**Article II**

The mailing and physical address of the corporation is:

Nicholas Constantine  
87 North Winter Park  
Casselberry, FL 32707

**EFFECTIVE DATE**  
01-01-00

**Article III**

The specific purpose for which this corporation is organized is to establish and operate a charter school, consisting of real and/or personal property, which is designed to serve a population of students who are at risk of academic failure.

The corporation is also organized to carry on or engage in any other activity which is proper or convenient in connection with the purposes of the corporation, however, the corporation shall at all times be operated as an non-profit organization as provided in Chapter 617, Florida Statutes.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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.

#### Article IV

The number and names of the directors of this corporation shall be determined and elected at the initial Board of Directors meeting. The Bylaws of this corporation shall determine the method of electing the Board of Directors. The classes, rights, privilege, qualifications, and obligations of members of this corporation shall be stated in the Bylaws of this corporation.

#### Article V

The name and address of the incorporator of this corporation is:

Nicholas Constantine  
87 North Winter Park Drive  
Casselberry, FL 32707

#### Article VI

The period of duration of this corporation is perpetual.

#### Article VII

The name of the initial registered agent is Nicholas Constantine, who is a resident of Florida and whose address is 87 North Winter Park Drive, Casselberry, FL 32707.

I hereby accept designation as registered agent:



Nicholas Constantine

#### Article VIII

Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation

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shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.


#### Article IX

The effective date for this corporation shall be January 01, 2000.

#### Article X

The corporation reserves the right to alter, amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by an affirmative vote of the majority of the total number of members or by such other manner as shall be provided by law; provided that written notice of the proposed amendment has been given each member ten (10) days prior to the meeting. Such alteration, amendment or repeal of any provision shall become effective upon approval of the members.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9<sup>th</sup> day of December, 1999

  
Nicholas Constantine, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The forgoing instrument was acknowledged before me this 9<sup>th</sup> day of  
December, 1999 by Nicholas Constantine, Drivers License # C523 62143 339  
who being personally known to me and dully cautioned and sworn states that  
the foregoing is true and correct and based on personal knowledge and acting  
as Incorporator of the corporation on behalf of the corporation.

Sworn to and subscribed before me on this 9<sup>th</sup> day of December, 1999.

Elsie Sue Somerville  
Notary Public



Elsie Sue Somerville  
MY COMMISSION # CC784203 EXPIRES  
January 1, 2003  
BONDED THRU TROY FAIN INSURANCE, INC


**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 48.091, FLORIDA STATUTES  
THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF  
THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE  
STATE OF FLORIDA.**

- 1. The name of the corporation is KOTA Charter School, Inc.**
- 2. The name and address of the registered agent and office is:**

**Nicholas Constantine  
87 North Winter Park Drive  
Casselberry, FL 32707**

**Having been named as registered agent and to accept service of process for the  
above stated corporation at the place designated in the certificate 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 relating to the proper and complete  
performance of my duties, and I am familiar with and accept the obligations of my  
position as registered agent.**

  
**Nicholas Constantine  
REGISTERED AGENT**

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