

N00000002510

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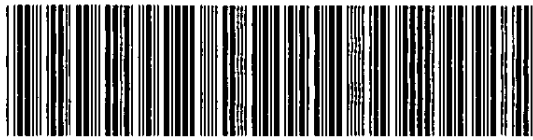
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 FEB 13 PM 2:29

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ST. JOHN'S PARISH DAY SCHOOL, INC.

DOCUMENT NUMBER: N00000002510

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DOUGLAS E. REMER
(Name of Contact Person)

ST. JOHN'S PARISH DAY
(Firm/ Company)

906 S. ORLEANS AVE.
(Address)

TAMPA, FLORIDA 33606
(City/ State and Zip Code)

For further information concerning this matter, please call:

DAVID W. ADAMS at (813) 272-1400
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|--|--|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Amended And Restated Articles
OF
ST. JOHN'S PARISH DAY SCHOOL, INC.

FILED STATE
SECRETARY OF CORPORATIONS
09 FEB 13 PM 2:29

Amended and Restated on October 20, 2008

St. John's Parish Day School, Inc., with the approval of the Bishop and Diocesan Council of the Diocese of Southwest Florida of the Protestant Episcopal Church in the United States of America, hereby files these revised and amended Articles of Incorporation ("Articles").

PREAMBLE

St. John's Parish Day School ("The School") was founded in 1951 to provide children with education of the highest standard in response to the Christian doctrine of humanity as set forth in the Parable of the Talents (Matthew 25:14-30; Luke 19:12-26). The School is dedicated to helping children learn and work to the full level of their abilities. The School believes that the task of Christian education is to help children grow in the knowledge and love of God, and to equip them with the skills, knowledge, and values that will help them understand the past and face the future with confidence. The School will strive to excel by offering a challenging curriculum, by encouraging a strong sense of personal self-discipline among its students, and by providing a nurturing Christian environment in which education may take place.

The School is an extension of the educational, pastoral, and evangelistic ministry of St. John's Episcopal Church, Tampa, Florida, which hereafter in these Articles may be referred to as the "Church" or the "Parish," and shall be operated in cooperation with the Rector, Wardens, and Vestry of the Parish, but as an independent corporation under the control and supervision of a Board of Trustees, as hereinafter provided. The purpose of the School shall be pursued within the Constitution and Canons of the Episcopal Church and the Diocese of Southwest Florida. No provisions in these Articles shall at any time be in conflict with the Constitution and Canons of the Episcopal Church or the Diocese of Southwest Florida, and any reference to the same shall be deemed to refer to such Constitution and Canons as they shall from time to time be amended or revised.

ARTICLE I

The Corporation

Section 1. Name and Location. The name of the Corporation shall be ST. JOHN'S EPISCOPAL PARISH DAY SCHOOL, INC., and shall be located at 906 South Orleans Avenue, Tampa, Florida 33606. The Corporation may sometimes hereinafter be referred to as the "School."

Section 2. Corporate Purpose. The object and purpose of the Corporation shall be to raise, receive, and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest

generated therefrom, exclusively for charitable, religious, or educational purposes. The purpose shall include, but not be limited to, the operation of a kindergarten, elementary, and middle or junior high school. The School shall establish and provide an atmosphere of learning, and shall promote the moral and spiritual values of the Christian Church, as professed by the St. John's Episcopal Church, Tampa, Florida.

Section 3. Corporate Powers. The Corporation shall have all corporate powers provided by law. Notwithstanding the foregoing, no real property, the title to which is held by or for the use of the Corporation, shall be encumbered, sold, alienated, transferred, or conveyed without the prior consent and approval of the Bishop (or, if there be no Bishop, the Ecclesiastical Authority acting in the Bishop's stead) and the Diocesan Council of the Diocese of Southwest Florida.

Section 4. Registered Office and Registered Agent. The undersigned hereby confirm the Corporation's Registered Office to be located at 906 South Orleans Avenue, Tampa, Florida 33606, and hereby designate and confirm the Reverend Douglas E. Remer as the Registered Agent of the Corporation, to accept service of process within this state, to serve in such capacity until his successor is duly elected.

Section 5. Membership. The Members of the Corporation shall be the Rector, Wardens, and Vestry members of St. John's Episcopal Church, 906 South Orleans Avenue, Tampa, Florida, duly elected and qualified, and their successors in office. No Member of the Corporation may serve as an employee of the School. No member shall have any pre-emptive rights.

Section 6. Officers. The Rector of the Church shall be the President of the Corporation and shall preside at the meetings of the Corporation. In the absence of the Rector, or when the parish is without a Rector, the Senior Warden shall preside. At the annual meeting of the Corporation, the Members shall elect a Secretary, whose term shall run until a successor in office has been duly elected. Other officers of the Corporation may be elected as the Members may from time to time deem necessary.

ARTICLE II

Bylaws

In addition to these Articles of Incorporation, the Corporation may adopt Bylaws that shall in no way conflict with any provision of these Articles. Any Bylaw that conflicts with these Articles shall be null and void.

ARTICLE III

Amendments to the Article of Incorporation

The Articles of Incorporation of this Corporation may be amended or additional provisions added or adopted at any annual, regular, or special meeting of the Corporation, by an affirmative vote of seventy-five percent of the entire membership of the Corporation, provided that notice thereof, which shall include the text of the proposed

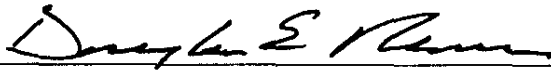
change(s) to the Articles, has been furnished to each Member of the Corporation at least ten (10) days before the meeting that such alteration is to be voted upon, followed by compliance with the Florida Statutes regarding amendments to articles of incorporation of corporations not for profit. Any amendment of these Articles is subject to the approval of the Bishop (or, if there be no Bishop, the Ecclesiastical Authority acting in the Bishop's stead) and Diocesan Council of the Diocese of Southwest Florida.

ARTICLE IV
Incorporators

Jack Murray, Senior Warden, and John Peterson, Rector, are the original incorporators of this Corporation. Their address is 906 South Orleans Avenue, Tampa, Florida.

IN WITNESS WHEREOF, the undersigned have subscribed their names this 20th day of October, 2008.

ST. JOHN'S EPISCOPAL PARISH DAY SCHOOL, INC.

By: 
Douglas E. Remer, Rector

By: 
W. William Hardy, Jr., Senior Warden

School Articles of Incorporation October 20, 2008

Articles of Amendment
to
Articles of Incorporation
of

ST. JOHN'S PARISH DAY SCHOOL, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N00000002510

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

C. Enter new mailing address, if applicable:

*(Mailing address **MAY BE A POST OFFICE BOX**)*

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

See attached Amended and Restated Articles of Incorporation _____

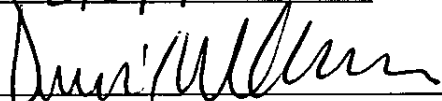
The date of each amendment(s) adoption: October 20, 2008

Effective date if applicable: October 20, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 2/3/19

Signature 

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

David Adams
(Typed or printed name of person signing)

President
(Title of person signing)