

N00000004505

William Duzzett

Requester's Name

216 Forest St

Address

Seaside Beach FL

City/State/Zip

Phone #

32459

850/231-0321

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Seaside Elementary School

(Corporation Name)

(Document #)

2. \_\_\_\_\_

(Corporation Name)

(Document #)

3. \_\_\_\_\_

(Corporation Name)

(Document #)

4. \_\_\_\_\_

(Corporation Name)

(Document #)

☒ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit
- ☒ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**AMENDMENTS**

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

00 JUL -7 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

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RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
SEASIDE ELEMENTARY CHARTER SCHOOL INC.  
(A Florida Corporation Not for Profit)**

**ARTICLE I  
Name**

The name of this corporation is the Seaside Elementary Charter School, Inc. (Hereinafter called the "Corporation").

**ARTICLE II  
Principal Place of Business and Mailing Address  
P.O. Box 4730  
Seaside, Florida 32459**

The address of the principal office of the Corporation shall be P.O. 4730, Seaside, Florida 32459 Attn: Bethany Folta

**ARTICLE III  
Duration**

The period of the Duration of the Corporation is perpetual unless dissolved according to law.

**ARTICLE IV  
Purpose**

The Corporation is organized exclusively for educational purposes, including for such purposes, the making of contributions to organizations that qualify as exempt organizations under Section 501(C)(3) of the United States Internal Revenue Code of 1986, as amended (the Code) or the corresponding section of any future Federal tax code.

**ARTICLE V  
Powers**

The Corporation shall have the power to acquire, own, maintain, and use its assets for the purposes for which it is organized; to raise funds by any legal means or the encouragement of its purposes; to acquire, hold, own, use, and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law. In addition to the powers specified, the Corporation shall have the additional powers specified in its bylaws.

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## **ARTICLE VI**

### **Management**

Management of the Corporation shall be vested in the Corporation's Board of Directors. The number and method of election of the directors of the Corporation who shall serve following the terms of the initial; directors of the Corporation shall be as stated in the bylaws.

## **ARTICLE VII**

### **Initial Board of Directors**

Bethany Folta

Robert Davis

Linda Dwyer

## **ARTICLE VIII**

### **Members**

The Corporation shall have one or more classes of members. The qualification for membership in the Corporation, the method of selection and admitting members to the Corporation and the rights and responsibilities of members shall be as set forth in the Bylaws.

## **ARTICLE IV**

### **Disposition of Assets upon Dissolution**

Upon dissolution of the Corporation, any asset remaining after the payment of its debts shall be disposed of by transfer to one or more organizations that are described in section 501(c)(3) and in section 509(a)(1)(2) or (3) of the Code, or corresponding sections of any future Federal tax code, to be used for one or more of the purposes of the Corporation, or to the State of Florida or any political subdivision or agency thereof to be used for exclusively public purposes, in such proportions as the Board of Directors of the Corporation shall deem appropriate.

Notwithstanding any provision herein to the contrary, nothing herein shall be construed to affect the disposition of property and assets held by the Corporation upon trust and other condition, or subject to any executory or special limitation, and such property, upon dissolution of the Corporation, shall be transferred in accordance with the trust, condition to limitation imposed with respect to it.

## **ARTICLE X**

### **Restrictions**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 distribution in furtherance of the purposes set forth in Article IV.

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 or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any their activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code, or corresponding section of any future Federal tax code, or (b) by a corporation, contributions to which are deductible under the Code.

In the event that the Corporation shall be considered to be a private foundation, as such term is defined in the Code, or corresponding section of any future Federal tax code, then in that event, the Corporation:

A. Shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4941 of the Code, or corresponding sections of any future Federal tax code; and

B. Shall not (i) engage in any act of self-dealings as defined in Section 4941(d) of the Code, (ii) retain any excess business holdings as defined in Section 4943 of the Code, (iii) make any investments in such manner as to subject it to tax under section 4944 of the Code, or (iv) make any taxable expenditures as defined in Section 4945(d) of the Code.

## **ARTICLE XI**

### **Indemnification of Directors**

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law. Without limiting the generality of the foregoing, the By-laws may provide for indemnification and advancement of expenses to officers, directors, employees, and agents on such terms and consideration as the Board may deem appropriate or advisable from time to time.

**ARTICLE XII**  
Bylaws

The bylaws of the Corporation may be amended, altered, or repealed and new bylaws may be adopted only by the affirmative vote of two-thirds (2/3) majority of the entire Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with law or with these Articles of Incorporation.

**ARTICLE XIII**  
Amendment

These Articles of Incorporation shall be amended only by the affirmative vote of a two-thirds (2/3) majority of the members of the Corporations.

**ARTICLE XIV**  
Registered Office/Registered Agent

The registered agent is and address is:

Linda C. Dwyer  
25 CENTRAL SQUARE, STE H2  
Seaside, Florida 32459

**ARTICLE XV**  
Incorporator

The name and address of the sole Incorporator is : William A. Buzzett, 216 Forest Street, Seagrove Beach, Florida 32459

In witness whereof, the undersigned, being the Incorporator for the purpose of forming a Corporation pursuant to the Florida not for profit corporation act, Chapter 617 has signed these Article of Incorporation of this 6 day of July 2000.

WITNESSES:

Paula J. Spley  
Linda C. Dwyer

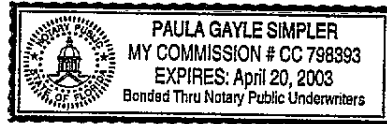
By:

William A. Buzzett  
Incorporator

STATE OF FLORIDA  
COUNTY OF WALTON

These Articles of Incorporation were acknowledged before me this 6<sup>th</sup> day of July, by William A. Buzzett, Incorporator for the Seaside Elementary Charter School Inc., on behalf of the School.

Paula Gayle Simpler  
Notary Public, State of Florida  
My Commission Expires 4-20-03



Personally known ✓ or Produced Identification \_\_\_\_\_.

## REGISTERED AGENT CERTIFICATE

The Seaside Elementary Charter School Inc., a not for profit corporation duly organized under the laws of Florida with its principal office, as indicated in the Articles of Incorporation in Seaside, Walton County, Florida, has named Linda C. Dwyer as its agent to accept service of process within this state. The street address of the Registered Agent is 25 Central Square, Suite H2, Seaside, Florida 32459

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

THE SEASIDE ELEMENTARY  
CHARTER SCHOOL INC.

Date: July 6, 2000

By: Linda C. Dwyer  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED