

# No10000000299

CT CORPORATION SYSTEM

CORPORATION(S) NAME

Calvary's Jr. Academy, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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<input checked="" type="checkbox"/> Profit <i>articles</i>	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
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<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
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Order#: 3504539

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DIVISION OF CORPORATIONS  
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660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

*DMC*

A CCH LEGAL INFORMATION SERVICES COMPANY

*1-12-01*

**ARTICLES OF INCORPORATION  
OF  
CALVARY'S JR. ACADEMY, INC.**

(A CORPORATION NOT- FOR- PROFIT)

To form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes for the formation of corporations not for profit, the undersigned, does hereby organize and establish a corporation for the purposes and with the powers hereinafter set forth, and to accomplish that objective the undersigned does hereby make, adopt and subscribe these Articles of Incorporation, to-wit:

**ARTICLE I.  
NAME OF CORPORATION**

The name of the Corporation shall be:

CALVARY'S JR. ACADEMY, INC.

**ARTICLE II.  
PURPOSES**

The purposes for which the Corporation is formed are:

(a) The management and operation of that certain child day care center and after school program (the "Day Care Center") to be located at 1111 36<sup>th</sup> Street, West Palm Beach, Florida 33407

(b) The ownership, leasing and management or real and personal property whether tangible or intangible.

All assets, revenues, and income, if any, of the Corporation shall be used exclusively for the management of the Day Care Center including the payment of expenses incident thereto, and no part of the revenues or income, if any, of the Corporation shall insure to the benefit of any private person, entity or individual other than the payment of salaried employees. The purposes of the Corporation shall also include the performance of activities incidental to the furtherance of the Corporation's stated purposes and permitted under the laws of the United States and the State of Florida.

No part of the revenues or income, if any, of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers, directors 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 herein. 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 provisions of these Articles, the

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Corporation shall not carry on any 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, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III.  
ADDRESS

The mailing address of the Corporation is:

Mount Calvary Missionary Baptist Church  
of Riviera Beach, Inc.  
1111 36<sup>th</sup> Street  
West Palm Beach, Florida 33407  
Attention: Frank V. Saulsby

ARTICLE IV.  
COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence upon the filing of these Articles of Incorporation.

ARTICLE V.  
DURATION

The period of duration of the Corporation shall be perpetual.

ARTICLE IV.  
TYPE OF CORPORATION

The Corporation shall be a corporation not- for- profit and shall have neither capital stock nor stockholders.

ARTICLE VII.

MEETINGS

The members of the corporation shall meet quarterly at a place and on a date set by said members provided, however, that the first meeting of the members of the corporation shall be held not later than February 20, 2001, at 1111 36<sup>th</sup> Street, West Palm Beach, Florida 33407.

ARTICLE VIII.  
MEMBERSHIP

The authorized number and qualifications of members of the Corporation, the different

classes of membership, if any, the property, voting, and other rights and privileges of members, shall be set forth in the Bylaws; provided, that the Corporation shall have no member who is not a member in good standing of the Congregation of Mount Calvary Missionary Baptist Church of Riviera Beach, Inc.

#### ARTICLE IX. BOARD OF DIRECTORS

(a) The affairs of the Corporation shall be managed by a Board of Directors consisting of the appointees by the Board of Trustees of Mount Calvary Missionary Baptist Church of Riviera Beach, Inc., (the "Board"). The number of directors shall not be less than three. If the number of directors shall be less than three, the remaining directors shall immediately appoint another director to fill the vacancy.

(b) The name and address of each person who is to serve as an initial director of the Corporation are set forth below:

<u>Name</u>	<u>Position</u>	<u>Address</u>
Frank V. Saulsby	Director	725 Avenue "N" Riviera Beach, FL
John Atkins	Director	8281 Heritage Club Drive West Palm Beach, FL 33412
Carolyn Williams-Smith	Director	5725 Corporate Way #206 West Palm Beach, FL 33407

(c) The Successor directors shall be elected as provided in the by laws of the corporation adopted consistent with Article X below.

#### ARTICLE X. BYLAWS

The first Board of Directors of the Corporation shall adopt bylaws consistent with these Articles of Incorporation. Thereafter, the bylaws may be altered or rescinded by the directors or the members in the manner provided by such bylaws.

#### ARTICLE XI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is c/o Clyne & Self, P.A., 324 Datura Street, Suite 235, West Palm Beach, Florida 33401, and the initial registered agent of the Corporation at that address is David C. Self, II.

ARTICLE XII.  
INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
David C. Self, II, P.A.	c/o Clyne & Self, P.A. 324 Datura Street, Suite 235 West Palm Beach, Florida 33401

The incorporator of the Corporation assigns to the Corporation his rights under Section 617.013, Florida Statutes, to constitute a corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE XIII.  
DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, transfer all of the assets of the Corporation to the Board, to be used for operating the day care center by the Board, or if the Board shall no longer be in existence to any successor organization or other such organization or organizations organized and operated exclusively for operating the day care center.

ARTICLE XIV.  
BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the members; provided that (a) notice of the proposed action relating to these Bylaws is included in the notice of the meeting or is waived in writing by a majority of the directors or members as appropriate; and (b) the Board of Directors may not amend or repeal any bylaw adopted by the members if the membership specifically provides that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE XV.  
AMENDMENT

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 of the Board of Directors at any regular or special meeting of the Board

of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12<sup>th</sup> day of December, 2000.

  
\_\_\_\_\_  
David C. Self, II, P.A.

ACKNOWLEDGMENT OF DESIGNATION AS AGENT  
UPON WHOM MAY BE SERVED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR CALVARY'S JR. ACADEMY, INC., AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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, AND AM FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS OF THAT POSITION.

SIGNATURE: \_\_\_\_\_

DAVID C. SELF, II, P.A.

DATE: December 12, 2000

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