

# No 2000003878

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May 13, 2002

**EXPRESS MAIL**

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

000005574100--3  
-05/20/02--01037--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Lockhart Christian School, Inc.

Dear Sir or Madam:

Enclosed for filing are the Articles of Incorporation for Lockhart Christian School, Inc. A check in the amount of \$78.75 is also enclosed representing payment of the following fees:

Filing fee	\$35.00
Designation of Registered Agent	35.00
Certified Copy of Articles	<u>8.75</u>
	\$78.75

Please return the Articles to the undersigned in the self-addressed envelope. Thank you for your assistance.

Very truly yours,

  
O.J. Mitchell

OJM/vdm  
Enclosures

FILED  
2002 MAY 20 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05-21-02

**ARTICLES OF INCORPORATION  
OF  
LOCKHART CHRISTIAN SCHOOL, INC.**

FILED  
2002 MAY 20 AM 11: 55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned President of Lockhart Christian School, Inc. (the "Corporation"), certifies that the members of the Corporation are those persons constituting the Corporation's Board of Directors (the "Board"), and that the following Articles of Incorporation were adopted by unanimous written consent of the Board on the 13<sup>th</sup> day of May, 2002, as follows:

**Article I - Name**

The name of the Corporation is Lockhart Christian School, Inc.

**Article II - Address**

The mailing address of the Corporation is 7301 Edgewater Drive, Orlando, Florida 32810.

**Article III - Purposes**

The Corporation shall promote the academic instruction of children while also building their moral character through the teaching of the Bible and the teaching of morals in accordance with the Word of God. The Corporation shall be non-denominational and intends to provide for the education of school children from kindergarten through twelfth grade. The Corporation shall have such corporate powers as are granted in Chapter 617, *Florida Statutes*, as amended from time to time, together with such additional powers as shall be reasonably coexistent and appropriate for the full use and proper management of the school.

**Article IV - Membership**

The members of this Corporation shall be those persons from time to time constituting its Board. The vote and acts of the Board shall constitute the vote and acts of the members of this Corporation for all purposes in which action by the members, as distinguished from action by the Board, is required or permitted by law.

**Article V - Type of Corporation**

The Corporation is organized as a not-for-profit corporation under Chapter 617, *Florida Statutes*, and shall have neither capital stock nor stockholders.

**Article VI - Term of Existence**

The term of this Corporation shall be perpetual, unless sooner dissolved pursuant to the provisions under Chapter 617, *Florida Statutes*, as amended.

## **Article VII - Prohibited Activities**

Notwithstanding any other provisions of these Articles of Incorporation:

1. The Corporation shall not carry on any other activities not permitted to be carried on: (i) 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 provisions of any subsequent federal tax laws (the "Code"); or (ii) by a corporation, contributions to which are deductible under Section 170(c)(1) or (2) of the Code.

2. No part of the net earnings of the Corporation shall inure to the benefit, or be distributable to, its members, directors, officers or other private persons; provided, however, 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 in these Articles.

3. The powers of this Corporation shall be limited by the purposes of the Corporation as set forth in Article III above.

## **Article VIII - Persons Executing Articles**

The name and street address of the person executing these Articles of Incorporation is:

Ellen H. Wolking  
6428 Ridge Terrace  
Orlando, FL 32810

## **Article IX - Registered Office and Agent**

The street address of the registered office of the corporation is Ellen H. Wolking, and the name of the registered agent at said address is 6428 Ridge Terrace, Orlando, Florida 32810.

## **Article X - Board of Directors**

The property, affairs, business and operation of the Corporation shall be managed by a Board of Directors. The Board of Directors shall carry out the purposes, missions and objectives of the Corporation in compliance with these Articles of Incorporation and the Bylaws of the Corporation. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than three (3) nor more than thirteen (13). The initial Board of Directors shall consist of the following four (4) persons:

William Talbott  
5416 Wister Lane  
Orlando, Florida 32810-1745

Ellen H. Wolking  
6428 Ridge Terrace  
Orlando, Florida 32810

Joanne Talbott  
5416 Wister Lane  
Orlando, Florida 32810-1745

Ilene J. Hylton  
7474 Radiant Circle  
Orlando, Florida 32810-3140

#### **Article XI - Officers of the Board and Corporation**

The officers of the Board of Directors and the Corporation shall consist of a Chairman/President, a Vice Chairman/Vice President, and a Secretary, each of whom shall be elected by the Board from its own membership. There may be such other officers and assistant officers of the Board and the Corporation as may be deemed necessary by the Board and as provided for in the Bylaws of the Corporation. The term of the office, the manner of the election, and the duties of the officers of the Board and the Corporation shall be set forth in the Bylaws of the Corporation.

#### **Article XII - Adoption and Amendment to the Bylaws**

The Board shall adopt Bylaws for the Corporation and may from time to time modify, amend or repeal the same by an affirmative vote of two-thirds (2/3) of the total voting membership of the Board.

#### **Article XIII - Dissolution**

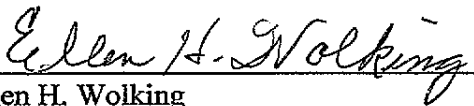
Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a not-for-profit fund, foundation or corporation which is organized and operated exclusively for charitable, educational, religious or scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Code.

#### **Article XIV - Amendments to the Articles of Incorporation**

The board may modify, amend or repeal these Articles by an affirmative vote of two-thirds (2/3) of the total voting membership of the Board.

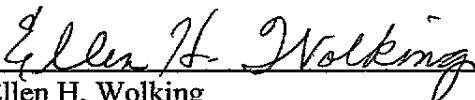
**Article XV - Certification**

I, the undersigned President of Lockhart Christian School, Inc., executes these Articles pursuant to Chapter 617, *Florida Statutes*, and do further make and file this certificate hereby declaring and certifying that the facts set forth herein are true and have accordingly set my hand and seal at Orlando, Orange County, Florida, this 13<sup>th</sup> day of May, 2002.

  
Ellen H. Wolking

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

  
Ellen H. Wolking

Dated: May 13, 2002