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FLORIDA NON-PROFIT CORPORATION

keys gate charter school p.t.s.o., inc.

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ARTICLES OF INCORPORATION

OF

KEYS GATE CHARTER SCHOOL P.T.S.O., INC.
a Florida Not For Profit Corporation

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation shall be:

KEYS GATE CHARTER SCHOOL P.T.S.O., INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 2000 S.E. 28th Avenue, Homestead, Florida, 33035.

ARTICLE III

PURPOSES

The purposes of this Corporation are as follows:

- a. The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under Section 501(c)(3) of the Internal Revenue Code.
- b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 provision of this

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document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

- c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.
- d. This Corporation is intended to be the financial arm of the Parent and Teachers' Student Organization, Keys Gate Charter School. The primary responsibility of the P.T.S.O. is to raise money to be used exclusively for the organization, including but not limited to, supplies, equipment and field-trips.

No part of the net earning of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the Corporation of Organization, shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distribution in furtherance of section 501(c)(3) purposes.

ARTICLE IV.

MANNER OF ELECTION OF DIRECTORS

The authorized number, qualification, and manner of election and appointment of members of the Board of Directors to this Corporation, shall be as set forth in the By-Laws of this Corporation.

ARTICLE V.

INITIAL BOARD OF DIRECTORS

PRESIDENT: CECILIA HERNANDEZ
16541 S.W. 294th Terrace
Homestead, Florida 33035

VICE PRESIDENT: ISABEL TINOCO
1316 North Quetzal Court
Homestead, Florida 33035

SECRETARY: ELIZABETH GROSS
21200 S.W. 256th Street
Homestead, Florida 33031

TREASURER: CATHERINE NEMEC-FORDYCE
18733 S.W. 293 Terrace
Homestead, Florida 33030

ARTICLE VI.

INITIAL REGISTERED AGENT AND STREET ADDRESS

1. The address of this Corporation's initial registered office in the State of Florida is 44 NE 16 Street, Homestead, Florida 33030.
2. The name of this Corporation's initial registered agent at the above address is GLENN W. WILLIAMS, ESQUIRE.

ARTICLE VII.

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:
CATHERINE NEMEC-FORDYCE
18733 S.W. 293 Terrace
Homestead, Florida 33030

DATED: October 15, 2003.


CATHERINE NEMEC-FORDYCE

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this 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.

DATED: October 15, 2003.


GLENN W. WILLIAMS, ESQUIRE

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE PURPOSE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, THAT KEYS GATE CHARTER SCHOOL P.T.S.O., INC., IS DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT HOMESTEAD, STATE OF FLORIDA, HAS NAMED GLENN W. WILLIAMS, ESQ. AT 44 NE 16 STREET, HOMESTEAD, FLORIDA 33030, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: Catherine Nemec-Fordyce

CATHERINE NEMEC-FORDYCE

Title: IncorporatorDate: October 15, 2003

Having been named to accept services 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.

Signature: Glenn W. Williams

GLENN W. WILLIAMS, ESQUIRE

Date: October 15, 2003

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