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## FLORIDA NON-PROFIT CORPORATION

PHOENIX ACADEMY PARENT TEACHER ORGANIZATION, INC.

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**ARTICLES OF INCORPORATION  
OF  
PHOENIX ACADEMY PARENT TEACHER ORGANIZATION, INC.  
(A Corporation Not for Profit)**

ALLAHASSEE FLORIDA

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt and subscribe the following Articles of Incorporation:

**I.  
NAME OF CORPORATION**

The name of this corporation shall be:

PHOENIX ACADEMY PARENT TEACHER ORGANIZATION, INC.

The principal address and the mailing address of the corporation shall be:

Phoenix Academy  
c/o Denise L. Cobb  
1085 South School Avenue  
Sarasota, Florida 34237

**II.  
PURPOSES**

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for health, welfare, scientific, educational, cultural, and other charitable purposes, including:

A. To distribute property in accordance with the terms of gifts, bequests, or devises made to the corporation which are not inconsistent with its purposes;

B. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors without the necessity of the approval of any trustee, custodian or agent, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

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More specifically, the purposes of the corporation shall be:

To insure the continuance and growth of, and provide support for children and youth through intelligent, enthusiastic, cooperation between parents, students, faculty and the community at large.

To develop united efforts between educators and the general public, to secure the highest advantages in education for children and youth.

To organize activities and special school projects for the promotion of educational purposes and to enhance the educational experience of children and youth.

To coordinate fund-raising to create monetary funds for special school projects for the promotion of educational purposes and to enhance the educational experience of students.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 distributions in furtherance of the purposes set forth in the purpose clause hereof. 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 this document, the corporation 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.

### III. MEMBERSHIP

The qualification for members and the manner of their admission shall be as stated in the Bylaws.

### IV. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the bylaws.

### V. NON-DISCRIMINATORY POLICY

The corporation affirms its establishment of a non-discriminatory policy and admits all peoples of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to participants of any and all of its current and

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future programs. It does not discriminate on the basis of race, color, national and ethnic origin in the administration of its educational policies, scholarship, sponsorship and tuition programs, and athletic and other related programs.

**VI.  
CORPORATE EXISTENCE**

The existence of this corporation shall be perpetual, unless dissolved according to law.

**VII.  
BYLAWS**

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

**VIII.  
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 1085 South School Avenue, Sarasota, Florida 34237, and the name of the initial registered agent of this corporation at that address is Denise L. Cobb.

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that she is familiar with, and accepts, the obligations of that position.

**IX.  
INCORPORATORS**

The names and address of the incorporators to these Articles of Incorporation is as follows:

Denise L. Cobb  
1085 South School Avenue  
Sarasota, Florida 34237

**X.  
COMMITTEES**

The corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the corporation.

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**XI.  
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, 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. Any such assets not disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**XII.  
AMENDMENT**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25<sup>th</sup> day of January 2005.

  
Denise L. Cobb  
Incorporator and Registered Agent

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TALLAHASSEE FLORIDA

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