

N05000004665

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600053490916

05/03/05--01050--019 **78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
05 MAY -3 AM 9:13

J. Shivers MAY 06 2005

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Alachua County School Concurrency Project, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 as payment for the filing fee & a certified copy of the Articles of Incorporation.

FROM: Peter B. Rebmann
Name (Printed or typed)

3656 N.W. 68th Lane
Address

Gainesville, FL 32653
City, State & Zip

(352) 375-6120
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 MAY -3 AM 9:13

ARTICLES OF INCORPORATION FOR

ALACHUA COUNTY SCHOOL CONCURRENCY PROJECT, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is:

ALACHUA COUNTY SCHOOL CONCURRENCY PROJECT, INC.

ARTICLE II

Address

The principal place of business address is:

3656 NW 68th Lane
Gainesville, Florida 32653

The mailing address of the corporation is:

3656 NW 68th Lane
Gainesville, Florida 32653

ARTICLE III

Purpose

The specific purpose for which this corporation is organized is:

To educate the residents of Alachua County about school concurrency and to advocate its implementation in Alachua County.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 MAY -3 AM 9:12

ARTICLE IV
Board of Directors

The management of the business and affairs of the corporation shall be vested in a Board of Directors. There shall be three (3) Directors and they shall be residents of the State of Florida and of Alachua County. The manner of election is at an annual meeting and as otherwise stated in the Bylaws of the Corporation. The officers of the corporation shall be members of the Board and shall be elected by the Board.

Section 1. Officers

The Officers of the corporation shall be a President, a Secretary, and a Treasurer and such other officers as may be elected in accordance with the provisions of this Article. Any two or more offices may be held by the same person, except the offices of President and Secretary.

Section 2. Actions of the Board of Directors. An affirmative vote of the majority of the Board of Directors shall be required to approve the following actions:

- A. The approval of a management contract or its equivalent wherein all or a substantial part of the corporation's purposes are carried out by a third party vendor;
- B. Any change in the number of Directors;
- C. Any change in the Bylaws or the Articles of Incorporation;
- D. Removal of a Board member;
- E. Filling vacancies on the Board;
- F. Removal of a Voting Member;
- G. The annual meeting of the corporation in accordance with the Bylaws of the corporation.

Section 3. Terms of Office

- A. Directors. The Directors shall serve for such term as the Bylaws provide.
- B. Officers. The Officers shall serve for such term as the Bylaws provide.

ARTICLE V
Registered Agent

The name and Florida address of the registered agent is:

Peter B. Rebmann
3656 NW 68th Lane
Gainesville, Florida 32653

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.



Signature/Registered Agent

May 2, 2005

Date

Peter B. Rebmann

Printed Name/Registered Agent

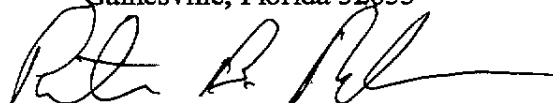
May 2, 2005

Date

ARTICLE VI
Incorporator

The name and address of the incorporator is:

Peter B. Rebmann
3656 NW 68th Lane
Gainesville, Florida 32653



Signature/Incorporator

May 2, 2005

Date

Peter B. Rebmann

Printed Name/Incorporator

May 2, 2005

Date

ARTICLE VII
Membership

There shall be two classes of members of the corporation, voting members and supporting members. Qualifications, rights, and responsibilities of the two classes of members shall be as the Bylaws provide. Meetings of members shall be called by the Board of Directors as provided for in the Bylaws.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 MAY -3 AM 9:13

ARTICLE VIII

Limitations

No part of the net earnings of the Alachua County School Concurrency Project, Inc. shall inure to the benefit of, or be distributable to, its Directors, Officers, members or other private persons, except that the Alachua County School Concurrency Project, Inc. shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of any of its purposes.

No substantial part of the activities of the Alachua County School Concurrency Project, Inc. shall be the carrying on of propaganda or otherwise attempting to influence legislation (except as otherwise provided in subsection (h) of Section 501 of the Internal Revenue Code of 1986, as amended). The Alachua County School Concurrency Project, Inc. shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Alachua County School Concurrency Project, Inc. shall not carry on any activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501 (c) 3 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Action 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX

Conflict of Interest

No Director, Officer, or member of the Alachua County School Concurrency Project, Inc. shall vote on any transaction or arrangement between the Alachua County School Concurrency Project, Inc. and any person or entity if that transaction or arrangement might result in a financial benefit, direct or indirect, to the Director, Officer, or member. Additionally, no Director, Officer, or member of the Alachua County School Concurrency Project, Inc. who receives compensation, direct or indirect, from a person or entity shall vote on any transaction or arrangement between that person or entity and the Alachua County School Concurrency Project, Inc.

Section 1. Disclosure. All Officers, Directors, and members who may have a conflict of interest as defined above shall disclose that conflict of interest prior to any vote on the transaction or arrangement in which they may have a conflict of interest.

Section 2. Determination if a Conflict of Interest Exists. Upon disclosure of a possible conflict of interest, the Director, Officer, or member who discloses the conflict of interest shall leave the meeting at which the vote on the transaction or arrangement is to take place. The remaining Directors, Officers, or members shall then vote on whether or not a conflict of interest exists.

Section 3. Addressing a Conflict of Interest. Upon the determination that a conflict of interest exists, the Director, Officer, or member with a conflict of interest shall leave the meeting at which the vote on the transaction or arrangement is to take place and shall not participate in the discussion of, and the vote on, the transaction or arrangement.

ARTICLE X
Distribution of Assets Upon Dissolution

Upon dissolution of the Corporation, all of its assets remaining after payment of all costs and expenses of such dissolution, 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.

At the time of final liquidation or dissolution, no part of the assets shall inure to the benefit of any officer, manager, member or individual of this corporation within the meaning of the United States Internal Revenue Code Section 501; provided that if the corporation re-incorporates, all assets are to be transferred to the new Corporation.