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(Requestor's Name)

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(City/State/Zip/Phone #)

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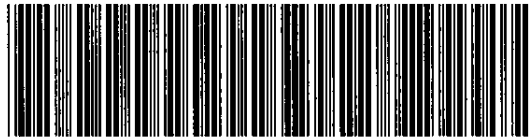
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 MAY 22 PM 12:30

05/22/06--01085--003 \*\*87.50

Ps 6/1/06  
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## COVER LETTER

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

SUBJECT: Renaissance Academy, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Dr. Janine W. Caffrey  
Name (Printed or typed)

8431 Corporate Way  
Address

New Port Richey, FL 34653  
City, State & Zip

727-845-8150  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



...where children perform

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

May 15, 2006

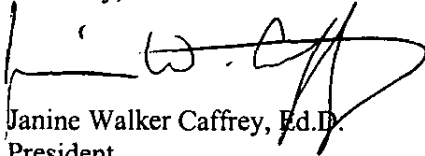
Dear Department of State:

Enclosed please find dissolution and filing documents for Renaissance Academy, Inc. This corporation is currently for-profit, and we wish to change to a not-for-profit corporation. Therefore, please accept:

1. Articles of Dissolution for the for-profit corporation.
2. Articles of Incorporation for the not-for-profit corporation.

Please process these in the correct order with an effective date of May 15, 2006. I certify that this corporation will not be returned to for-profit status. Thanks for your assistance in this matter. Please contact me if I can provide additional information.

Sincerely,



Janine Walker Caffrey, Ed.D.  
President

Attn: Pam Smith

*Renaissance Academy*

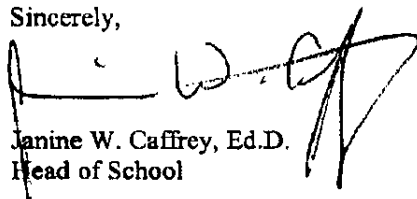
...where children perform

May 31, 2006

To whom it may concern:

I have no intention of revoking the dissolution for Renaissance Academy, Inc. (profit document #P04000170439), thereby releasing its name.

Sincerely,



Janine W. Caffrey, Ed.D.  
Head of School

**ARTICLES OF INCORPORATION  
OF  
RENAISSANCE ACADEMY, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 MAY 22 PM 12:30

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the "Corporation" is "Renaissance Academy, Inc."

**ARTICLE II  
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The address of the Corporation's principal office is 8431 Corporate Way, New Port Richey, Florida 34653.

**ARTICLE III  
PURPOSES**

The Corporation is organized exclusively for charitable, literary, scientific and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") including, to establish, maintain and operate a primary and secondary school for students, both boys and girls, including grades kindergarten through twelfth grade, to make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, to exercise all the powers enumerated in Section 617, Florida Statutes, as it now exists or is subsequently amended or superseded, and to do and perform such acts and to have such powers as shall be desirable and necessary in furtherance of any of the powers herein above enumerated which are not in derogation of the laws of the State of Florida. However, the Corporation is subject to the following limitations:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons or entities, 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 these Articles of Incorporation;

2. No part of the activities of the Corporation shall include the carrying on of propaganda or be used to influence legislation as defined in Section 4945 of the Code;

3. The Corporation shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office;

4. The Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Code, (b) by a Corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Code, or (c) by a nonprofit Corporation organized under the laws of the State of Florida pursuant to the provisions of Chapter 617, Florida Statutes; and

5. The Corporation shall operate without regard to race, color or national or ethnic origin.

#### **ARTICLE IV**

#### **SOLE MEMBER**

The Corporation shall be organized on a non-stock basis and its initial sole member shall be Janine Walker Caffrey (the "Sole Member"). The membership interest in this Corporation shall be transferable within the sole discretion of the Sole Member and shall be evidenced by a certificate of membership. However, the membership interest shall in no event be transferable upon the bankruptcy, insolvency or similar event, of the Sole Member. Instead, the membership interest shall immediately terminate and the Corporation shall cease to be a member organization upon the bankruptcy or insolvency of the Sole Member and thereafter, the Board of Trustees shall exercise all powers formerly exercisable by the Sole Member.

#### **ARTICLE V**

#### **REGISTERED AGENT AND OFFICE**

The name of the Corporation's initial registered agent in Florida is Janine Walker Caffrey. The street address of the Corporation's registered office in Florida and the address of said agent are 8431 Corporate Way, New Port Richey, Florida 34653.

**ARTICLE VI**  
**INITIAL TRUSTEES AND MANNER OF ELECTION OF TRUSTEES**

The Corporation shall be managed by or under the direction of a Board of Trustees, subject to the powers reserved to the Sole Member. At all times, there shall be at least three but no more than seven members of the Board of Trustees. The Board of Trustees shall carry out the purposes of the Corporation in compliance with these Articles of Incorporation and the Corporation's Bylaws. The method of appointment or election of trustees shall be as stated in the Bylaws of this Corporation. The initial members of the Board of Trustees shall be the following four individuals:

Janine Walker Caffrey  
Drew Owen Caffrey  
Pauline Pearce  
Graham Pearce

**ARTICLE VII**  
**INCORPORATOR**

The name and street address of the incorporator for these Articles of Incorporation is David J. Hull, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

**ARTICLE VIII**  
**DISSOLUTION**

Upon the termination, dissolution or winding up of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization, or organizations under Section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of by the Court in the State 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.

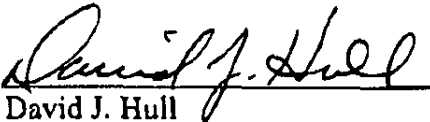
**ARTICLE IX**  
**AMENDMENTS**

The Sole Member of the Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

**ARTICLE X**  
**INDEMNIFICATION**

Trustees, officers, employees and agents of the Corporation shall be indemnified to the full extent permitted by Florida law.

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation on this 15<sup>th</sup> day of May, 2006.

  
David J. Hull

523607

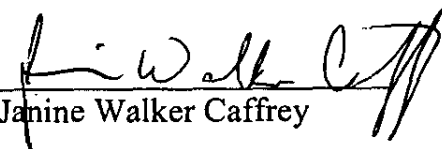


**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, Renaissance Academy, Inc., organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is Renaissance Academy, Inc.
2. The name and address of the registered agent and office are Janine Walker Caffrey, 8431 Corporate Way, New Port Richey, Florida 34653.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, JANINE WALKER CAFFREY HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. JANINE WALKER CAFFREY FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF HER DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF HER POSITION AS REGISTERED AGENT.

  
Janine Walker Caffrey

Date: May 15, 2006