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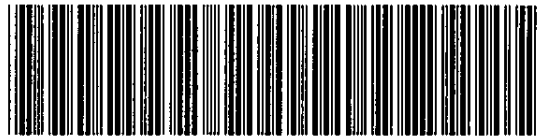
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08 JAN 22 AM 8:07

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRS  
1/23

208-824

**GOREN, CHEROF, DOODY & EZROL, P.A.**

ATTORNEYS AT LAW

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PLEASE REPLY TO FORT LAUDERDALE

January 18, 2008

**VIA FEDEX  
TRACKING NUMBER 8383 4675 9897**

Ms. Ruby Dunlap, Regulatory Specialist II  
Secretary of State, Division of Corporations  
New Filing Section, Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Articles of Incorporation of Florida High School for  
Accelerated Learning—Broward County Campus, Inc.  
Letter Number 7-83A00001200 --- Ref. Number: W08000000824

Dear Ms. Dunlap:

Enclosed is an original and one (1) copy of the corrected Articles of Incorporation for the above-referenced proposed corporation. Please note that we have changed the name of the entity, and it now appears identical throughout the document. Also, as you requested in your correspondence of January 7, 2008, I am returning a copy of your letter.

Please file these Articles in the Secretary of State's records and return a certified copy of the Articles to our office. Enclosed is a return, self-addressed, stamped envelope for your convenience.

Should you have any questions, please contact our office.

Sincerely Yours,



JULIE F. KLAHR

JFK:aw

Enclosures(s)

H:\2007\070803\Ruby Dunlap SOS office.doc



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 7, 2008

GOREN CHEROF DOODY & EZROL, P.A.  
ATTN: JULIE F KLAHR  
3099 EAST COMMERCIAL BOULEVARD, #200  
FORT LAUDERDALE, FL 33308

SUBJECT: FLORIDA HIGH SCHOOL FOR ACCELERATED-BROWARD  
COUNTY CAMPUS, INC.  
Ref. Number: W0800000824

We have received your document for FLORIDA HIGH SCHOOL FOR ACCELERATED-BROWARD COUNTY CAMPUS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

Letter Number: 708A00001200

**ARTICLES OF INCORPORATION  
OF  
FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING-  
BROWARD COUNTY CAMPUS, INC.**

**FILED**

**08 JAN 22 AM 8:07**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned hereby forms a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the Corporation shall be: FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING – BROWARD COUNTY CAMPUS, INC.

**ARTICLE II - PURPOSES**

The purposes for which the Corporation is organized are:

In particular, to: establish and operate a charter school as defined in the laws of the State of Florida within the borders of Broward County, Florida. The charter school shall be organized so that it presents a system of formal instruction of its curriculum to a regularly enrolled student body through its faculty for the benefit of the general public. In particular, the Corporation will establish programs to aid and assist low-performing, over-age, grade repeating, credit deficient, 9<sup>th</sup>, 10<sup>th</sup>, 11<sup>th</sup> and 12<sup>th</sup> graders graduate from Florida public high school.

In general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

The purposes for which this Corporation is organized shall be limited to those which are strictly charitable and educational. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The Corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

### ARTICLE III - POWERS

The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual.

### ARTICLE IV - MEMBERS

This Corporation shall have no Members.

### ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

### ARTICLE VI - OFFICERS

The affairs of the Corporation in operating the charter school shall be managed on a day-to-day basis by the principal of the school. The Board of Directors shall set policy for the Corporation including but not limited to, the academic, financial and operation policies of the charter school, with the principal charged to implement these policies pursuant to the Bylaws. The Chairman of the Board of Directors shall serve for a term of two (2) years and the Vice Chairman and Secretary/Treasurer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following his or her election by a majority of

the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms. In the event of a vacancy in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term. An officer does not have to be a member of the Board of Directors and a member of the Board of Directors does not have to be an officer.

#### ARTICLE VII - NAMES OF OFFICERS

The names of the officers who are to serve until the first election under the Articles of Incorporation are as follows:

<u>Name</u>	<u>Office</u>
_____	President
_____	Secretary/Treasurer

The first election shall occur no later than the date the Board of Directors is selected and sworn in immediately before the execution of the Charter between the School Board of Broward County and the Corporation.

#### ARTICLE VIII - FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be six (6) but shall never be more than seven (7), and the names and addresses of the persons who are to serve as Directors until the first election under these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Maria Christina Regueiro	Florida National College 4425 W. 20 <sup>th</sup> Avenue Hialeah, FL 33012

George Berwig	7400 SW 5 <sup>th</sup> Street Plantation, FL 33317
Brian Turnau	3661 West Oakland Park Suite 300 Lauderdale Lakes, FL 33311
Curt Nichols	6701 N. Hiatus Road Tamarac, FL 33321
Florence Vall	479 Executive Center Drive, Apt. 4K West Palm Beach, FL 33401
Phillip G. McNally	Paradise Bank 640 N. Federal Highway Fort Lauderdale, FL 33301

At the first election of Directors to be held no later than the date the Charter between the School Board of Broward County and the Corporation is executed no fewer than five (5) individuals shall be selected (which may include the members of the first Board of Directors as set forth herein) to serve as Directors.

The number of Directors shall be fixed in the Bylaws of this Corporation. Directors shall be elected and serve such terms as provided in the Bylaws of this Corporation.

#### ARTICLE IX - BYLAWS

The Bylaws of the Corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Directors at the annual meeting of the Directors or at a duly called meeting of the Directors in accordance with the Bylaws.

#### ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law.



#### ARTICLE XI - DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

#### ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be:

3099 East Commercial Boulevard  
Suite 200  
Fort Lauderdale, FL 33308

The name of the initial registered agent of this Corporation shall be:

Julie F. Klahr

#### ARTICLE XIII - CORPORATION'S PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The mailing address of this Corporation shall be:

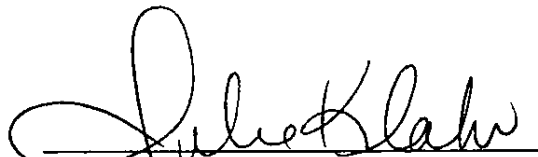
c/o Julie F. Klahr  
3099 East Commercial Boulevard  
Suite 200  
Fort Lauderdale, FL 33308

#### ARTICLE XIV - INCORPORATOR

The following is the name and street address of the incorporator signing these Articles:

Julie F. Klahr  
3099 East Commercial Boulevard  
Suite 200  
Fort Lauderdale, FL 33308

IN WITNESS WHEREOF, I have set my hand and seal this 3<sup>rd</sup> day of January,  
2008.

  
Julie F. Klahr

**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

Having been named as the Registered Agent in the Articles of Incorporation of,  
FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING– BROWARD COUNTY  
CAMPUS, INC. I hereby accept and agree to act in this capacity.

Dated: January 3, 2008.

  
Julie F. Klahr

**FILED**  
08 JAN 22 AM 8:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA