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TRANSMITTAL LETTER

August 04, 2008

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

SUBJECT: <u>ARLINGTON COUNTRY DAY SCHOOL P.T.O., INC.</u>

Enclosed are three notarized (3) originals of the articles of incorporation for <u>ARLINGTON COUNTRY DAY SCHOOL P.T.O., INC.</u>

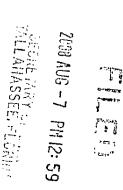
A check in the amount of \$87.50 made payable to the "Florida Department of State" is enclosed for the filing fee, certified copy & certificate. The effective date will be August 04, 2008.

FROM:

Victoria Rimmer 3686 Ariel Court

Jacksonville, Florida 32277

(904) 762-0123



Arlington Country Day School P.T.O., Inc.

A Florida "Not for Profit" Corporation

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

Article I

The name of the corporation shall be Arlington Country Day School P.T.O., Inc.

Article II

The principal address of the corporation shall be 5725 Ft. Caroline Road, Jacksonville, Florida 32277.

Article III

Said corporation is organized exclusively for charitable, educational and any other purpose in support of Arlington Country Day School's teachers, students, and parents, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IV

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 Article Third 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Article V

The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

Article VI

The names, address, and titles of the initial Board of Directors are as follows:

President

Victoria Rimmer

3686 Ariel Court

Jacksonville, Florida 32277

Treasurer

Sheila Hybarger

2344 Mindanao Drive

Jacksonville, Florida 32246

Secretary

Alice Vaccaro

6437 Heidi Road

Jacksonville, Florida 32277

Article VII

Upon the dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article VIII

The initial name and Florida street address of the registered agent is:

Alice Vaccaro 5725 Ft. Caroline Road Jacksonville, Florida 32277

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, 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 ARLINGTON COUNTRY DAY SCHOOL P.T.O., INC.
- 2. The name and address of the registered agent and office is:

Alice Vaccaro 5725 Ft. Caroline Road Jacksonville, Florida 32277

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.

Article IX

The name and address of the incorporator is:

Victoria Rimmer 3686 Ariel Court Jacksonville, Florida 32277

Victoria Rimmer

STATE OF FLORIDA

COUNTY OF DUVAL

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared <u>Victoria Rimmer</u> to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the State and County aforesaid, this ______ day of _______, 2008.

Notary Public - State of Florida at Large

Address:

Jacksmill , Fr 322-77

My commission expires:

