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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 JUN 12 A 11:18

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## COVER LETTER

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

**SUBJECT:** Academy On The Rock, 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:** Ayo Mateola  
Name (Printed or typed)

394 Lakepark Trail  
Address

Oviedo, FL 32765  
City, State & Zip

407-414-2257  
Daytime Telephone number

amateola@earthlink.net  
E-mail address: (to be used for future annual report notification)

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

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2009 JUN 12 A 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S., (Not for Profit)  
**Academy On The Rock, Inc.**

The UNDERSIGNED, each with capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation not for profit under and by virtue of the laws of the state of Florida.

The UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

**ARTICLE 1. NAME AND ADDRESS**

The name of the corporation shall be **ACADEMY ON THE ROCK, INC.** The physical address of the corporation is 394 Lakepark Trail, Oviedo, FL 32765 and the mailing address is 1802 N Alafaya Trail, Orlando, FL 32826

**ARTICLE 2. PURPOSE**

The specific purpose for which the corporation is initially organized is to establish, maintain, promote and operate a Private Christian School providing umbrella for K-12 on and off-campus students, home educators and teachers by offering quality affordable educational services, resources, training and a system of accountability in the State Florida. To love, teach, equip, empower, inspire, mentor, and impact our students with high standard academia through the uncompromising biblical approach that will allow the next generation to compete, serve others, and be authentic, successful and extremely relevant in this world. To engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for Not for Profit purposes within the meaning of Section 501(c) (3), Internal Revenue Code.

**ARTICLE 3. QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION**

Academy On The Rock shall have such class or classes of Members. These members will be non-voting and will be expected to adhere to the bylaws of Academy On The Rock, Inc.

#### **ARTICLE 4. TERM AND DISSOLUTION**

The date of commencement of corporate existence shall be when these articles have been filed with the secretary of state and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual.

In the event of dissolution of the corporation, no part of the corporation's earnings or assets shall inure to the benefit of any of its members; the residual assets of the corporation shall be distributed to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170 (c)(2) of the Internal Revenue code of 1986, or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose.

#### **ARTICLE 5. POWERS**

Solely for the above purposes, the corporation shall have the following powers:

A. Arrange for, sponsor or co-sponsor events, organize, promote, or otherwise promote and improve Academy On The Rock.

B. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

C. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

D. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

#### **ARTICLE 6. NON PROFIT ORGANIZATION**

No part of the net earnings of the corporation shall ever inure to the benefit of, or be distributable to its members, directors, 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 2. 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 provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by corporation exempt from Federal Income Tax under Section 501(c) (3) of the Internal Revenue law or: (b) by a corporation, contributions to which are deductible under Section 170(c) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

**ARTICLE 7. INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the registered agent of the corporation is Ayo Mateola and the street address of the initial Registered Agent of this corporation is 394 Lakepark Trail, Oviedo, FL 32765.

**ARTICLE 8. INCORPORATOR**

The name of the Incorporator is Ayo Mateola and the address of the initial Registered Agent of this corporation is 394 Lakepark Trail, Oviedo, FL 32765.

**ARTICLE 9. INITIAL DIRECTORS AND/OR OFFICERS**

The board of directors of the corporation shall consist of no less than three (3) directors as determined by the bylaws. Directors shall be appointed by in the manner set forth in the bylaws. Directors may be removed and the vacancies shall be filled in the manner set forth in the bylaws. The directors named in these articles shall serve as directors for the ensuing year, or until the first annual meeting of the corporation, and any vacancies before then shall be filled in the manner set forth in the bylaws. The board of directors shall have the authority to make provision for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which this compensation shall be paid. Any director may also serve the corporation in any other capacity and receive compensation there from in any form. The directors whose position and duties are set forth in the bylaws will manage the affairs of this corporation. The names and addresses of the Initial directors who are to serve until the first election are as follows:

Ayo Mateola  
394 Lakepark Trail  
Oviedo, FL 32765

Venus Bodiford  
23024 Oak Prairie Circle  
Sorrento, FL 32776

Simone Franz  
550 Whittingham Place  
Lake Mary, FL 32746

**ARTICLE 10. INDEMNIFICATION AND LIMITATION OF LIABILITY**

The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Chapter 617 and other similar laws.

**ARTICLE 11. ELIGIBILITY**

Any student and educator meeting the qualifications of this constitution shall be considered eligible to admit to this school regardless of race, color, ethnic origin or nationality.

**ARTICLE 12. BYLAWS**

The first bylaws of the corporation shall be adopted by the board of directors and may be amended, altered or rescinded by the board of directors in the manner provided by such bylaws.

**ARTICLE 13. AMMENDMENTS TO ARTICLES OF INCORPORATION**

The articles of incorporation may be amended in the manner provided by statute or in the following manner:


Every amendment shall be approved by 2/3 vote of the board of directors.

I, THE UNDERSIGNED, for the purposes of becoming a corporation not for profit under the provisions of the laws of Florida, do make and affix my signature to acknowledge and file in the office of the Secretary of State these articles of incorporation

  
\_\_\_\_\_  
Ayo Mateola

06/09/09  
Date

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.

  
\_\_\_\_\_  
Ayo Mateola

06/09/09  
Date