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COR AMND/RESTATE/CORRECT OR O/D RESIGN
DA VINCI CHARTER HIGH SCHOOL, INC

Certificate of Status	0
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Amend.

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JUN 08 2010

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
DA VINCI CHARTER HIGH SCHOOL, INC**

FILED
10 JUN -3 AM 10:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to Section 617.1006, Florida Statutes, this Florida Not for Profit Corporation adopts the following amendments to its Articles of Incorporation:

- FIRST:** The name of the Corporation is DA VINCI CHARTER HIGH SCHOOL, INC
- SECOND:** Article III of the Articles of Incorporation is amended in its entirety to read as follows:
- "A. This Corporation is organized exclusively for educational purposes, 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 corresponding section of any future Federal tax code.
- B. This Corporation is authorized to operate a high school consisting of grades 9-12 dedicated to a Steam Curriculum which concentrates on science, technology, engineering, arts and math.
- C. This Corporation has been chartered by the School Board of Orange County, Florida to operate a school and related programs (the "Charter"). This Corporation shall adhere to such laws and regulations applicable to its school and related programs. In the event the Charter is rescinded, terminated, cancelled or non-renewed upon the expiration of the Charter, this Corporation shall take such actions as are required by applicable law.
- D. This Corporation shall have all of the powers enumerated in the Florida Not for Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as permitted by applicable law, unless the exercise of such powers violate the provisions of this Article of any section of Federal tax code."
- THIRD:** A new Article VII is added to the Articles of Incorporation to read in its entirety as follows:

"Upon the dissolution of this Corporation, the Directors shall, after paying or making provision for payment of all the liabilities of this Corporation, dispose of all the assets of this Corporation as required by law and as determined by a majority vote of the directors voting and present at a duly constituted meeting of the board of directors. The assets 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. Any such assets not disposed of shall be disposed of by the 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes."

FOURTH: There are no members. The foregoing amendment was adopted by the directors of the Corporation by a unanimous vote on June 1, 2010, and, therefore, the number of votes cast for the foregoing amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of this 1st day of June, 2010.

DA VINCI CHARTER HIGH SCHOOL, INC

By: 

John R. Dierking, Chairman of the Board