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TALLAHASSEE, FLORIDA

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OCT 25 2013

R. WHITE



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 11, 2013

MELISSA GROSS-ARNOLD ESQ  
ARNOLD & SICHTA  
6279 DUPONT STATION COURT  
JACKSONVILLE, FL 32217

SUBJECT: IMAGINE AT BROWARD, INC.  
Ref. Number: N10000005656

We have received your document for IMAGINE AT BROWARD, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Please return 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) 245-6050.

Rebekah White  
Regulatory Specialist II

Letter Number: 913A00023904

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Imagine at Broward, Inc.

DOCUMENT NUMBER: N10000005656

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Melissa Gross-Arnold, Esq.

(Name of Contact Person)

Arnold & Sichta

(Firm/ Company)

6279 Dupont Station Court

(Address)

Jacksonville, FL 32217

(City/ State and Zip Code)

melissa@arnoldlawfirmllc.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Melissa Gross-Arnold at ( 904 ) 731-3800

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|---|--|---|--|

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**

**IMAGINE AT BROWARD, INC.**

(A Florida Not-For-Profit Corporation)

FILED  
13 OCT 25 PM 4:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, the Incorporator of the IMAGINE AT BROWARD, INC., hereby files this, the Articles of Incorporation of IMAGINE AT BROWARD, INC., as a non-profit corporation under Chapter 617, *Florida Statutes*:

**Article I**  
**NAME**

The name of this corporation shall be IMAGINE AT BROWARD, INC. (hereinafter called the "Corporation").

**Article II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is 9001 Westview Drive, Coral Springs, FL 33067.

**Article III**  
**PURPOSE**

The Corporation is organized exclusively for educational and charitable 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 the corresponding section of any future tax code. Specifically, the Corporation is organized for the purpose of operating one or more public charter schools in the State of Florida, and to undertake such activities as may further the general purposes described herein.

**Article IV**  
**BOARD OF DIRECTORS**

A. **Powers.** The affairs of the Corporation shall be managed under the direction of, the Board of Directors. The Board of Directors shall have all the powers necessary or appropriate for the administration of the affairs of the Corporation.

B. **Number.** The affairs of this Corporation shall be conducted by a Board of Directors, the number of which shall be determined from time to time in accordance with the Bylaws, but shall never be less than three (3) Directors. Notwithstanding the maximum number

of directors permitted under the Bylaws, it is the declared intention of the Corporation, that the number of Directors be no larger than minimally necessary in order to properly carry on the activities of the Corporation.

C. Election; Removal; Resignation. The manner of election, removal and resignation of Directors shall be regulated by the Bylaws.

D. Names and Addresses of Initial Directors. The initial directors shall be:

<u>Name</u>	<u>Address</u>
Susan Onori	12651 NW 11 Place, Sunrise, FL 33323
Emilio F. Fox	15420 Derby Court, Davie, FL 33331
David Huskey	16623 Hemingway Drive, Weston, FL 33326

#### **Article V**

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

The name of the registered agent of the Corporation is CSC - Lawyers Incorporating Service Company, a Florida Corporation, whose address is 1201 Hays Street, Tallahassee, FL 32301.

#### **Article VI**

#### **MEMBERSHIP**

The sole member of the Corporation shall be Imagine Schools Non-Profit, Inc., a Virginia non-profit corporation (the "Member"). Notwithstanding any other provision herein, the Member shall have the exclusive right to approve any amendments to these Articles of Incorporation or the Corporation's bylaws, and such other rights as may be set forth in the Corporation's bylaws.

#### **Article VII**

#### **INCORPORATOR**

The name and street address of the incorporator of the Corporation is Melissa Gross-Arnold, Esq., 245 Riverside Ave., Suite 150, Jacksonville, FL 32202.

#### **Article VIII**

#### **DURATION**

This Corporation shall exist perpetually.

**Article IX**  
**DISSOLUTION**

Upon dissolution of this Corporation, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, including disposition of assets pursuant to any applicable charter contract or law applying to charter schools, shall be distributed to a nonprofit fund, foundation, or corporation that is organized exclusively for charitable purposes, pursuant to Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision in any future tax code.

**Article X**  
**LIMITATIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its officers, members, trustees, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered by its member or others and to confer benefits on its member in accordance with the Corporations' purposes set forth in Article III herein. 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, 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

IN WITNESSS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 8<sup>th</sup> day of JUNE, 2010.



Melissa Gross-Arnold, Esq.  
Its: Incorporator

### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation of Imagine at Broward, Inc., I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

CSC - LAWYERS INCORPORATING  
SERVICE COMPANY

Doreen S. Haeselin, Assistant V.P.  
By: Mary S. Hurlbert  
Date: June 9, 2010

The date of each amendment(s) adoption: 6-8-10 if other than the date this document was signed.

Effective date if applicable: 6-8-10  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated: Sept. 25, 2013

Signature Rena-Rae Kaufman  
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Rena-Rae Kaufman

(Typed or printed name of person signing)

Director, Chair/President

(Title of person signing)