

N10000005667

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500181894285

06/10/10--01020--004 **70.00

FILED

2010 JUN 10 A 11:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

May 12, 2010

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

SUBJECT: ARLINGTON COUNTRY DAY FOUNDATION, INC.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above non-profit corporation and check in the amount of Seventy Dollars.

FROM:

RICHARD CAMP, CPA, PA

Name

6817 Southpoint Parkway Suite 2201

Address

Jacksonville, Florida 32216

City, State, Zip

(904) 281-9924

Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 JUN 10 A 11:07

FILED

ARTICLES OF INCORPORATION

FILED

OF

2010 JUN 10 A 11:07

ARLINGTON COUNTRY DAY FOUNDATION, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a non-profit corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this non-profit corporation shall be: ARLINGTON COUNTRY DAY FOUNDATION, INC.

ARTICLE II

The initial street address of principle office is 3725 Fort Caroline Road, Jacksonville, FL 32277 and the mailing address of the non-profit corporation is 3725 Fort Caroline Road, Jacksonville, FL 32277. The Board of Directors may from time to time move the principle office and mailing address to any other address in Florida.

ARTICLE III

Section 111.01

The purpose(s) for which the corporation is organized is(are):

This corporation is organized exclusively for educational, charitable, and religious purposes; to form and act as an educational Private School which maintains a nondiscriminatory policy toward students that does admit students of any race to all the rights, privileges, programs, and activities generally accorded or made available to students at this school and that this school does not discriminate on the basis of race in administering its educational policies, admission policies, scholarship and loan programs, and athletic and other school-administered programs. To this end, the corporation shall at all times be operated exclusively for educational, charitable, and religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principle, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV

The manner in which Directors are elected is:

Section IV.01 Election and Tenure.

The initial Board of Directors shall be appointed by the incorporator and thereafter shall be elected by the Board of Directors at a regular meeting of the Board of Directors to be

held at the principle office at Arlington Country Day Foundation, Inc. or such other place as may be fixed by the Board. Directors who are elected shall serve for a term of one(1) year, or until his or her successor is elected and qualifies, subject however, to the removal of any Director as allowed by applicable law or Arlington Country Day Foundation, Inc.'s bylaws.

Section IV.02 Election Nominating Committee.

A nominating committee shall prepare a slate containing nominees for each board position and shall determine the eligibility and willingness of each nominee to stand for election. Candidates for Board positions may also be nominated by petition process established by the Nominating Committee or the Board.

Section IV.03 Discrimination during Elections.

Discrimination in election and nominating procedures on the basis of race, color, creed, gender, age, marital status, national origin, religion, physical or mental disability, or unlawful purpose is prohibited.

ARTICLE V

The names and addresses of the Board of Directors member of Arlington Country Day Foundation, Inc. are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Rex Morgan	CEO	5725 Fort Caroline Road Jacksonville, FL 32277
Rontario V. Dickerson	President	5725 Fort Caroline Road Jacksonville, FL 32277
Deborah S. Condit	Secretary/Treasurer	5725 Fort Caroline Road Jacksonville, FL 32277

ARTICLE VI

The Registered Agent for Arlington Country Day Foundation, Inc. is:

<u>Name</u>	<u>Address</u>
Richard Camp, CPA	6817 Southpoint Pkwy # 2201 Jacksonville, FL 32216

I accept the designation of Registered Agent of Arlington Country Day Foundation, Inc.


Richard Camp, CPA, Registered Agent

ARTICLE VII

The name and address of the incorporator is:

Name

Rex Morgan

Address

5725 Fort Caroline Road
Jacksonville, FL 32277


Rex Morgan, Incorporator

ARTICLE VIII

This document is effective upon filing with the Secretary of State.

ARTICLE IX

The provision regarding the distribution of assets upon dissolution is:

Upon dissolution, after all creditors of Arlington Country Day Foundation, Inc. have been paid, its assets shall be distributed to one or more organizations that qualify as exempt organizations under section 501(c)3 of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal government, for exclusively public purposes.

ARTICLE X

The provision regarding liabilities for breach of duties is:

To the extent allowable by the laws of the State of Florida, no present or future Director of Arlington Country Day Foundation, Inc. (or his or her estate, heirs, and personal representatives) shall be liable to Arlington Country Day Foundation, Inc. or its members for monetary damages for breach of fiduciary duty as a director of Arlington Country Day Foundation, Inc.. Any liability of a director (or his or her estate, heirs, and personal representatives) shall be eliminated or limited to the fullest extent allowed by the laws of the State of Florida, as may hereafter be adopted or amended.

ARTICLE XI

The provisions regarding indemnification of directors or officers are:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 JUN 10 A 11:07

FILED

With respect to claims or liabilities arising out of service as a director or officer of Arlington Country Day Foundation, Inc., Arlington Country Day Foundation, Inc. shall indemnify and advance expenses to each present and future director and officer (and his or her estate, heirs, and personal representatives) to the fullest extent allowable by the laws of the State of Florida, both as now in effect and as hereafter shall be adopted or amended.

DATED the 26 day of May in the year of 2010.



Rex Morgan

FILED

2010 JUN 10 A 11:07

CLERK OF STATE
TALLAHASSEE, FLORIDA