

02-11 11:27 FROM-

T-358 P0001/0000 F-466

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H11000028336 3)))



H110000283383ABCY

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : SCOTT, HARRIS, BRYAN, BARRA & JORGENSEN, PA  
Account Number : 070674001534  
Phone : (561) 624-3900  
Fax Number : (561) 624-3533

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: Rossd63@aol.com

**FLORIDA PROFIT/NON PROFIT CORPORATION  
DE LASALLE ACADEMY OF FORT MYERS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED  
11 FEB - 2 PM 1:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
2011 FEB - 2 PM 1:20  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2/3/11

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION** 2011 FEB -2 PM 1:20  
**OF**  
**DE LASALLE ACADEMY OF FORT MYERS, INC.**  
**a Florida not-for-profit corporation**

**ARTICLE I: NAME**

The name of the corporation is **DE LASALLE ACADEMY OF FORT MYERS, INC.**

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

A. The street address of the initial principal office of this corporation shall be 2025 Indian Creek Drive, North Fort Myers, Florida 33917.

B. The mailing address of this corporation shall be 2025 Indian Creek Drive, North Fort Myers, Florida 33917.

**ARTICLE III: PURPOSES**

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. The corporation is organized exclusively for charitable, religious, educational, and scientific 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 of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

B. The general purpose for which this corporation is organized, within the meaning of section 501(c)(3) of the Internal Revenue Code, is to own and operate a school for children with special needs that provides a safe, supportive and nurturing environment where each student's diverse abilities are honored and valued.

C. The corporation shall also enjoy all rights and powers conferred by the laws of the State of Florida upon non-profit corporations. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code, as amended, or the corresponding provision of any future United States Internal Revenue law.

D. The corporation shall admit to its school students of any race, color, national origin, and ethnic origin to all the rights, privileges, programs and activities generally accorded or made available to students at the school. The corporation shall not discriminate on the basis of race, color, national origin, and ethnic origin in administration of its educational policies, scholarship and loan programs, and athletic and other school-administered programs.

((H11000028336 3))

**ARTICLE IV: DURATION**

This corporation shall exist perpetually commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE V: INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent for this corporation is Bonnie Ross, and the initial registered office of this corporation is located at 2025 Indian Creek Drive, North Fort Myers, Florida 33917.

**ARTICLE VI: MEMBERS**

A. This corporation shall have members. Members may be admitted to this corporation upon motion made by a member of the Board of Directors and the affirmative vote of a majority of the members of the Board of Directors at a meeting at which a quorum of the members of the Board of Directors is present.

B. Members may be removed, with or without cause, upon a motion made by a member of the Board of Directors and the affirmative vote of a majority of the members of the Board of Directors at a meeting at which a quorum of the members of the Board of Directors is present.

C. In lieu of the above, members may be admitted to, or removed from, the corporation, by the unanimous consent of the members of the Board of Directors as contemplated in Section 617.0821, Florida Statutes.

D. Membership in this corporation shall not be transferable or assignable by a member.

E. Upon termination of membership, the terminated member shall have no further rights as to this corporation.

F. The names and addresses of the initial members of the corporation are as follows:

**Bonnie Ross  
2025 Indian Creek Drive  
North Fort Myers, Florida 33917**

**Lori Moreau  
1311 S.E. 34th Terrace  
Cape Coral, Florida 33904**

**James Doyle, Jr.  
13650 Fiddlesticks Boulevard  
Fort Myers, Florida 33912**

((H11000028336 3))

((H11000028336 3)))

**Mary Katin**  
1212 Coconut Drive  
Fort Myers, Florida 33901

**Vickie Gelardi**  
9300 Vittoria Court  
Fort Myers, Florida 33912

**Deborah Silver**  
4461 Camino Real Way  
Fort Myers, Florida 33912

**ARTICLE VII: BOARD OF DIRECTORS**

A. All corporate powers shall be exercised by, and the affairs of this corporation shall be managed under the direction of, a Board of Directors, which shall consist of a minimum of three (3) members. The number of directors may be raised or lowered by the members of the corporation, but shall in no case be less than three (3).

B. Directors must be natural persons who are eighteen (18) years of age or older, but need not be residents of the State of Florida or members of this corporation.

C. Directors shall be elected by the members of this corporation at a regular or special meeting, or by written consent as contemplated in Section 617.0701(4), Florida Statutes.

D. Directors may be removed by the members in the manner contemplated in Section 617.0808, Florida Statutes.

E. The names and addresses of the initial members of the Board of Directors are as follows:

**Bonnie Ross**  
2025 Indian Creek Drive  
North Fort Myers, Florida 33917

**Lori Moreau**  
1311 S.E. 34th Terrace  
Cape Coral, Florida 33904

**James Doyle, Jr.**  
13650 Fiddlesticks Boulevard  
Fort Myers, Florida 33912

((H11000028336 3)))

(((H11000028336 3)))

**Mary Katin**  
1212 Coconut Drive  
Fort Myers, Florida 33901

**Vickie Gelardi**  
9300 Vittoria Court  
Fort Myers, Florida 33912

**ARTICLE VIII: OFFICERS**

A. The officers of the corporation shall consist of a president, vice president, secretary, treasurer, and any other officers as determined by the Board of Directors. All Officers shall be elected by, and serve at the discretion of, the Board of Directors.

B. The names and addresses of the initial officers of the corporation as follows:

<u>Name and Address</u>	<u>Office</u>
<b>Mary Katin</b> 1212 Coconut Drive Fort Myers, Florida 33901	President
<b>James Doyle, Jr.</b> 13650 Fiddlesticks Boulevard Fort Myers, Florida 33912	First Vice President
<b>Lori Moreau</b> 1311 S.E. 34th Terrace Cape Coral, Florida 33904	Second Vice President
<b>Deborah Silver</b> 4461 Camino Real Way Fort Myers, Florida 33912	Secretary
<b>Vickie Gelardi</b> 9300 Vittoria Court Fort Myers, Florida 33912	Treasurer

(((H11000028336 3)))

(((H11000028336 3)))

**ARTICLE IX: INCORPORATOR**

The name and address of the Incorporator is as follows:

**Bonnie Ross**  
2025 Indian Creek Drive  
North Fort Myers, Florida 33917

**ARTICLE X: NET EARNINGS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 III above. 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.

**ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the corporation or the winding up of its affairs, or other liquidation of its assets, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, as amended, 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 so disposed of shall be disposed of by the appropriate court of the county in which the principal office of this corporation is then located, exclusively for such purposes or to such organization or organizations, as set court shall determine, which are organized and are operated exclusively for such purposes.

**ARTICLE XII: BYLAWS**

The Bylaws of this corporation shall be adopted, and may be amended, by the Board of Directors.

(((H11000028336 3)))

((H11000028336 3)))

**ARTICLE XII: AMENDMENT OF ARTICLES**

A. Members of this corporation shall not have the right to vote on proposed amendments to these Articles of Incorporation.

B. These Articles of Incorporation may be amended by a majority vote of the members of the Board of Directors then in office at a special or regular meeting, or by unanimous written consent of all the directors then in office as contemplated in Section 617.0821, Florida Statutes.

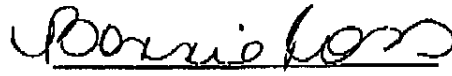
**ARTICLE XIII: NON-STOCK BASIS**

This corporation is organized (and shall be operated) on a non-stock basis within the meaning of the Florida Not-For-Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the Bylaws.

**ARTICLE XIV: INDEMNIFICATION**

Each director, officer, and authorized agent of this corporation shall be indemnified by this corporation against all liabilities and expenses incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

IN WITNESS, the undersigned has made and executed these Articles of Incorporation on this 31<sup>st</sup> day of Jan, 2011.

  
BONNIE ROSS, Incorporator

(The execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

((H11000028336 3)))

((H11000028336 3)))

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

\*\*\*\*\*

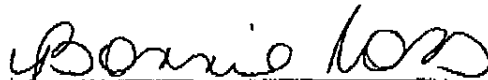
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that **DE LASALLE ACADEMY OF FORT MYERS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 2025 Indian Creek Drive, North Fort Myers, Florida 33917, has named **Bonnie Ross** located at 2025 Indian Creek Drive, North Fort Myers, Florida 33917, as its Agent to accept Service of Process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this 31<sup>st</sup> day of Jan, 2011.



**BONNIE ROSS,**  
Registered Agent

K:\FILES\RKB\45117\articles 1.27.2011.wpd

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2011 FEB -2 PM 1:20

((H11000028336 3)))