

COVER LETTER

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

SUBJECT: Oakstone Academy Palm Beach Corporation
(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: John Jay Mann, Jr.
Name (Printed or typed)

5000 N. OCEAN BLVD #1607
Address

Lauderdale by the Sea, FL 33308
City, State & Zip

954-545-9974
Daytime Telephone number

jmann@cde.org
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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Articles of Incorporation

Of

Oakstone Academy Palm Beach Corporation

A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

Article I: Name of the Corporation.

The name of the corporation is Oakstone Academy Palm Beach Corporation.

Article II: Principal Office and Mailing Address.

The principal office of the corporation is located at 5000 N. Ocean Blvd., Apartment 1607, Lauderdale by the Sea, Florida 33308. The mailing address of the corporation is 5000 N. Ocean Blvd., Apartment 1607, Lauderdale by the Sea, FL 33308.

Article III: Corporate Purposes.

Section 1. Purposes.

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. This corporation is formed exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.
4. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization

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under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 2. 501(c)(3) Limitations

1. **Corporate Purposes:** Notwithstanding any other provision of these seven articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
2. **Exclusivity:** The Corporation is organized exclusively for charitable and educational purposes.
3. **No Private Inurement:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.
4. **Lobbying and Political Campaigns.** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
5. **Dissolution:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.
6. **"Private Foundations" Provisions:** In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under the provisions of the United States code the following provisions apply:
 - a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

- b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
7. **Indemnification:** Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party of any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

Article IV: Manner of Election or Appointment of Directors.

The Board of Directors shall consist of three natural persons. The number of Directors shall be determined from time to time by Resolution of the Board of Directors. The Directors shall serve indefinite terms until they resign or are removed in accordance with the bylaws of the Corporation.

Article V: Names and Addresses of Directors and Officers.

Mrs. Stephanie Raab, Director and Chairman
6670 Remington Place
Lake Worth, FL 33463

Mr. Jason Raab, Director and Secretary
6670 Remington Place
Lake Worth, FL 33463

Mrs. Anamaria Johnson, Director and Treasurer
17451 Springtree Lane
Boca Raton, Florida 33487

Article VI: Registered Agent.

Mr. John Jay Mann, Jr.
5000 N. Ocean Blvd. #1607
Lauderdale by the Sea, FL 33308

Article VII: Incorporator.

Mr. John Jay Mann, Jr.
5000 N. Ocean Blvd. #1607
Lauderdale by the Sea, FL 33308

Article VIII: Effective Date.

The effective date of these Articles of Incorporation will be the date of receipt by the Florida Department of State.

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.



John Jay Mann, Jr.

February 1, 2011
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided in s.817.155, F.S.



John Jay Mann, Jr.
Incorporator

February 1, 2011
Date

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