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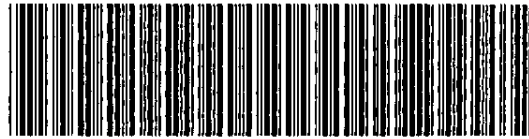
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04/14/11--01009--011 **78.75

211-21309

FILED
2011 APR 25 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAILED 80V 4/14/11

COVER LETTER

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

SUBJECT: GULF POINTE LATIN SCHOOL 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: DIANNE J. MAYER
Name (Printed or typed)

7552 NAVAARRE PARKWAY, UNIT 20
Address

NAVAARRE, FL 32566
City, State & Zip

850-260-0029
Daytime Telephone number

HOLLEY @ GPLATINSCHOOL.COM
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
11 APR 25 PM 1:13
DIVISION OF CORPORATIONS

April 15, 2011

DIANNE J MAYER
7552 NAVARRE PKWY UNIT 20
NAVARRE, FL 32566

SUBJECT: GULF POINTE LATIN SCHOOLCORPORATION
Ref. Number: W11000021309

We have received your document for GULF POINTE LATIN SCHOOLCORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of 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) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

Letter Number: 411A00009232

ARTICLES OF INCORPORATION
of
GULF POINTE LATIN SCHOOL CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 APR 25 PM 4:51

FILED

The undersigned natural person of the age of twenty-one years or more, acting as incorporator and on behalf of a not-for-profit, non-stock corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

Section 1.1 The name of the corporation is GULF POINTE LATIN SCHOOL CORPORATION (the "Corporation").

ARTICLE II
DURATION

Section 2.1 The period of duration is perpetual unless dissolved pursuant to law.

ARTICLE III
NON-STOCK CORPORATION

Section 3.1 The Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act and may issue Certificates of membership.

ARTICLE IV
PURPOSE

Section 4.1 The corporation is organized and will be operated exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code. (All references to sections in these Articles refer to the Internal Revenue Code of 1986 as amended or to comparable sections of subsequent internal revenue laws.) Specifically, the corporation is organized to operate an educational facility and to distribute the whole or any part of the income therefrom and the principal thereof exclusively for such purposes, either directly or by contributions to other organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue code and the Regulations issued pursuant thereto (the "Code"), as they now exist or as they may hereafter be amended.

Section 4.2 In pursuance of these purposes it shall have the powers to carry on any business or other activity which may be lawfully conducted by a corporation organized under the laws of the State of Florida, whether or not related to the foregoing purposes, and to do all things necessary, proper and consistent with maintaining tax exempt status under section 501(c)(3).

Section 4.3 No part of net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

Section 4.4 Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code.

ARTICLE V DISSOLUTION

Section 5.1 The internal affairs of the corporation shall be regulated by its Board of Directors as described in the Bylaws. Upon dissolution of the corporation, its assets shall be disposed of exclusively for the purposes of the corporation or distributed to such organizations organized and operated exclusively for charitable purposes which shall, at the time, qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code.

ARTICLE VI MEMBERS

Section 6.1 The corporation shall have a membership consisting of the Board of Directors of the Corporation serving from time to time.

ARTICLE VII DIRECTORS

Section 7.1: The affairs of the Corporation shall be governed by a Board of Directors (hereinafter referred to as the "Board"), subject to the restriction that, except as specifically set forth to the contrary in the Bylaws, the exercise of any powers or actions of the Board shall require the approval thereof by a majority

vote of the Board present at a meeting at which a quorum of no less than two thirds (2/3) of the Directors be present. The affirmative vote of any two thirds (2/3) of the Directors shall be necessary for all corporate action requiring a vote of the Board, including but not limited to the following:

7.1.1 Approval of grants, charitable gifts, transfers, and distributions by the Corporation to other entities.

7.1.2 Adoption of an amendment to the Articles of Incorporation or the Bylaws.

7.1.3 Organization of a subsidiary or affiliate by the Corporation.

7.1.4 Approval of any merger, consolidation or sale or other transfer of all or a substantial part of the assets of the Corporation.

Section 7.2

The members of the Board of Directors shall be those individuals elected, from time to time, in accordance with the Bylaws. New board members may be added from time to time as outlined in the Bylaws. Directors shall elect their successors. The initial Board of Directors shall consist of the following members elected in accordance with this Section and the Bylaws:

Dianne J. Mayer	7552 Navarre Parkway, Unit 20 Navarre, FL 32566
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Robert S. Hamer	7552 Navarre Parkway, Unit 20 Navarre, FL 32566
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Holley C. Dixon	7552 Navarre Parkway, Unit 20 Navarre, FL 32566
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ARTICLE VIII **ADDRESS**

Section 8.1

The street address of the principal office of this corporation in the State of Florida is:

Gulf Pointe Latin School Corporation
7552 Navarre Parkway, Unit 20
Navarre, FL 32566

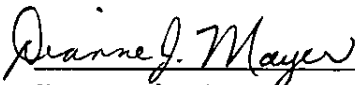
The Board may, from time to time, move its principal office in the State of Florida to another place in this state.

ARTICLE IX
REGISTERED AGENT AND REGISTERED OFFICE

Section 9.1 The registered agent and registered office of the Corporation shall be:

Dianne J. Mayer 7552 Navarre Parkway, Unit 20
Navarre, FL 32566

*I hereby accept the appointment as registered agent and agree to act in this capacity.
I further agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties, and I am familiar with and accept the obligation
of my position as registered agent.*

	Dianne J. Mayer	4/19/11
Signature of Registered Agent	Printed Name of Registered Agent	Date

ARTICLE X
BYLAWS

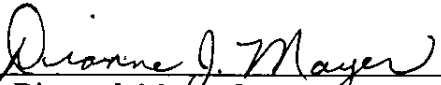
Section 10.1 The Board of Directors of this Corporation shall adopt Bylaws for the governance of this Corporation which shall be subordinate only to the Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by the Board of Directors.

ARTICLE XI
INCORPORATOR

Section 11.1 The name and address of the incorporator of this Corporation are as follows:

Dianne J. Mayer 7552 Navarre Parkway, Unit 20
Navarre, FL 32566

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of April, 2011.


By: Dianne J. Mayer, Incorporator

FILED
2011 APR 25 PM 4:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA