

BLUMBERG/EXCELSIOR
Division of Corporations

Fax: 888-682-9256

May 10 2011 10:50

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Florida Department of State
Division of Corporations
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Account Number : 075350000353
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FLORIDA PROFIT/NON PROFIT CORPORATION
Montessori School of Celebration Foundation, Inc.

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ARTICLES OF INCORPORATION

In compliance with Chapter 617, Florida Statutes (Not for Profit)

MAY 10 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLE I NAME

The name of the corporation shall be: **Montessori School of Celebration Foundation, Inc.**

ARTICLE II PRINCIPAL OFFICE

Principal street address mailing address, if different is:
901 Begonia Road, Celebration, FL. 34747

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To support the educational mission of the Montessori School of Celebration including scholarships for individual children and other needs.

Notwithstanding any other provisions of these articles the corporation is organized exclusively for one or more purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC Section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reason-able compensation may be paid for services rendered to or for the corporation), and no member, trustee, 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.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code section 501(h)), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall after necessary expenses thereof be distributed to another organization exempt under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for public purposes, subject to an order of a Justice of the Judge of the Court of the State of Florida.

corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Code and the corporation shall not (a) engage in any act of self-dealing as defined in Section 4941(d) of the Code (b) retain any excess business holdings as defined in Section 4943(c) of the Code (c) make any investments in such manner as to subject the corporation to tax under section 4944 of the Code or (d) make any taxable expenditures as defined in section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV MANNER OF ELECTION

The MSCF is comprised of between 4-12 members who are parents of a student(s) currently and actively attending the Montessori School of Celebration and/or a faculty/staff at the Montessori School of Celebration. One MSCF member shall be a liaison between the board and the school. This liaison member shall be a teacher at the Montessori School of Celebration. Members are not compensated.

Members serve for a two year renewable term. The initial term and renewed terms are approved by the Executive Director upon recommendation of the board. Chairpersons serve for two years non-renewable terms.

The Chairperson, upon completion of the two year term, moves into the Past Chair position and maintains full council membership.

Board Organization:

Officers:

Chair

Vice Chair

Past Chair

Treasurer/ Secretary

The MSCF is comprised of three standing committees:

1. The Membership Committee
2. The Event/Fundraising Committee
3. The Advisory Committee

Committee Responsibilities

The Membership Committee will establish and execute a formal process for the procurement of prospective members. The committee will:

- Formulate competency criteria for council approval.
- Review prospective candidates against these competencies and, after a vetting process, submit a "short list" of candidates for council approval.
- Provide an orientation process for new council members.

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ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

MAY 10 AM 11:44

Suzanne Nixon - Chair, 901 Begonia Rd., Celebration, FL. 34747
Linda Wanzek - Vice Chair/Secretary/Treasurer, 1108 Banks Rose Ct.,
Celebration, FL. 34747
Annette Cayer - Past Chair, 826 Spring Park Loop, Celebration, FL.
34747

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Suzanne Nixon
Address: 901 Begonia Rd., Celebration, FL. 34747

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



Required Signature of Registered Agent

May 9, 2011
Date

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Suzanne Nixon - 901 Begonia Rd., Celebration, FL. 34747

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 for in Section 817.155, Florida Statutes.



Required Signature of Incorporator

5/9/11
Date