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Art. of Amend.
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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: New Alternative High School of Leon County, Inc.

DOCUMENT NUMBER: N11000011846

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Charles D. Barnett

(Name of Contact Person)

Charles D. Barnett Law Office

(Firm/ Company)

8412 Native Dancer Road

(Address)

Palm Beach Gardens, FL 33418

(City/ State and Zip Code)

chasbarnett@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Charles D. Barnett

(Name of Contact Person)

at (561) 622-6655

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed) |
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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

OF

NEW ALTERNATIVE HIGH SCHOOL OF LEON COUNTY, INC.

The undersigned, Jennifer Russell, Director of New Alternative High School of Leon County Inc., a Florida not-for-profit corporation (the "Corporation"), desiring to amend the Articles of Incorporation of the Corporation pursuant to the Florida Not For Profit Corporation Act, states as follows:

1. The name of the Corporation is New Alternative High School of Leon County, Inc.
2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

Name

The name of the Corporation is New Alternative Education High School of Leon County, Inc.

3. Article III of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

3.1 **PURPOSES.** The purposes for which the Corporation is organized are:

A. In particular, to establish and operate a charter school as defined in the laws of the State of Florida within the borders of Leon County, Florida. The charter school shall be organized so that it presents a system of formal Instruction of its curriculum to a regularly enrolled student body through its faculty for the benefit of the general public.

B. In general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

C. The purposes for which this Corporation is organized shall be limited to those which are strictly charitable and educational. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a Corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

D. The Corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

E. The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

F. No compensation shall be paid to any officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

G. The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

3.2 **POWERS.** The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated of the Corporation shall inure to the benefit of any private individual.

3.3 **MEMBERS.** This Corporation shall have no Members.

3.4 **TERM OF EXISTENCE.** The Corporation shall have perpetual existence.

3.5 **OFFICERS.**

A. The affairs of the Corporation in operating the charter school shall be managed on a day-to-day basis by a management company subject to the direction and control of the Board of Directors pursuant to the policies and guidelines adopted by the Board of Directors. The Board of Directors shall set policy for the Corporation including but not limited to, the academic, financial and operation policies of the charter school with the management company charged to implement these policies pursuant to the Bylaws.

B. The Chairman of the Board of Directors shall serve for a term of two (2) years and the Vice Chairman and Secretary/Treasurer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following his or her election by a majority of the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms. In the event of a vacancy in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term. An officer does not

have to be a member of the Board of Directors and a member of the Board of Directors does not have to be an officer.

C. The number of persons constituting the Board of Directors shall be at least five (5) but shall never be more than seven (7). At the first election of Directors no fewer than five (5) individuals shall be selected (which may include the members of the first Board of Directors as set forth herein) to serve as Directors. The number of Directors shall be fixed in the Bylaws of this Corporation. Directors shall be elected and serve such terms as provided in the Bylaws of this Corporation.

D. **NAMES OF OFFICERS.** The names of the officers who are to serve until the first election under the Articles of Incorporation are as follows:

| <u>Name</u> | <u>Office</u> |
|------------------|---------------|
| Alex Penn | Chair |
| Jennifer Russell | Vice Chair |

3.6 **BYLAWS.** The Bylaws of the Corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Directors at the annual meeting of the Directors or at a duly called meeting of the Directors in accordance with the Bylaws.

3.7 **AMENDMENTS TO THE ARTICLES OF INCORPORATION.** These Articles of Incorporation may be amended in a manner as provided by law.

3.8 **DISSOLUTION.** Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

4. This Amendment to the Articles of Incorporation of the Corporation was approved by a majority of the Board of Directors on February 3, 2012. There are no members so no member approval is required.

DATED: February 9, 2012.

New Alternative High School of Leon County, Inc.

By: Jennifer Russell
Jennifer Russell, Vice Chair