

N120000003891

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STATE  
14 JUN 27 AM 8:47

EFFECTIVE DATE

June 30, 14

Merger  
10 7/15/14



Ακαδημία Πλάτωνος  
A Pinellas County Charter School

June 25, 2014

VIA OVERNIGHT COURIER

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

To Whom It May Concern:

Please find attached the Articles of Merger of Plato Academy Non Profit Inc., Plato Academy North Pinellas County K-8 Inc., and Plato Academy South Pinellas County K-8 Inc. into Plato Academy Schools Corporation, the surviving corporation to be effective as June 30, 2014, as well as a check in the amount of \$140.00 to cover the cost of filing of \$35 for each Corporation involved.

If you have any questions, please feel free to contact me.

Kind regards,

/Dr. Elias M. Kolettis/

Dr. Elias M. Kolettis  
Chairman of the Board of Directors

Encl.: Articles of Merger  
Check for Filing Fee

EFFECTIVE DATE  
June 30, 2014

ARTICLES OF MERGER  
OF  
PLATO ACADEMY NON PROFIT INC.  
AND  
PLATO ACADEMY NORTH PINELLAS COUNTY K-8 INC.  
AND  
PLATO ACADEMY SOUTH PINELLAS COUNTY K-8 INC.  
INTO  
PLATO ACADEMY SCHOOLS CORPORATION

The undersigned not for profit corporations, pursuant to Section 617.1105 of the Florida Not for Profit Corporation Act, hereby adopt the following Articles of Merger for the purpose of merging all four nonprofit corporations into one nonprofit corporation:

1. The name and jurisdiction of the surviving nonprofit corporation is as follows:

Name:	Jurisdiction:	Document:
Plato Academy Schools Corporation	Florida	N12000003891

2. The names and jurisdictions of the merging nonprofit corporations are as follows:

Name:	Jurisdiction:	Document:
Plato Academy Non Profit Inc.	Florida	N07000007522
Plato Academy North Pinellas County K-8 Inc.	Florida	N10000000890
Plato Academy South Pinellas County K-8 Inc.	Florida	N10000000891

3. The Plan of Merger attached to these Articles of Merger as Exhibit A was adopted and approved by each of the above nonprofit constituent corporations as follows:

a. The Plan of Merger was adopted and approved by the surviving corporation, Plato Academy Schools Corporation, on June 24, 2014, by a majority of the Board, where the number of directors in office is nine. Plato Academy Schools Corporation has no members entitled to vote on the Plan of Merger.

b. The Plan of Merger was adopted and approved by the merging corporation, Plato Academy Non Profit Inc., on June 24, 2014, by a majority of the Board, where the number of directors in office was three. Plato Academy Non Profit Inc. has no members entitled to vote on the Plan of Merger.

c. The Plan of Merger was adopted and approved by the merging corporation, Plato Academy North Pinellas County K-8 Inc., on June 24, 2014, by a majority of the Board, where the number of directors in office was three. Plato Academy North Pinellas County K-8 Inc. has no members entitled to vote on the Plan of Merger.

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14 JUN 24 8:47  
CLERK OF CIRCUIT COURT  
JUDICIAL CIRCUIT IN AND FOR  
PINELLAS COUNTY, FLORIDA

d. The Plan of Merger was adopted and approved by the merging corporation, Plato Academy South Pinellas County K-8 Inc., on June 24, 2014, by a majority of the Board, where the number of directors in office was four. Plato Academy South Pinellas County K-8 Inc. has no members entitled to vote on the Plan of Merger.

4. The effective date of the merger shall be as of June 30, 2014.

DATED on June 24, 2014, to be effective June 30, 2014, as provided herein.

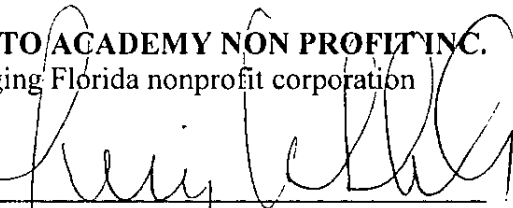
**PLATO ACADEMY SCHOOLS CORPORATION**

Surviving Florida nonprofit corporation

By:   
Elias M. Kolettis  
Chairman


**PLATO ACADEMY NON PROFIT INC.**

Merging Florida nonprofit corporation

By:   
Louis Kokkinakos  
Chairman

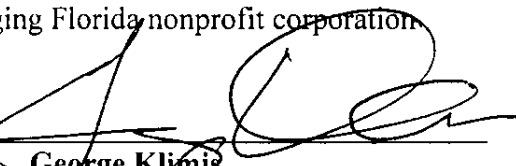
**PLATO ACADEMY NORTH PINELLAS COUNTY K-8 INC.**

Merging Florida nonprofit corporation

By:   
Elias M. Kolettis  
Chairman

**PLATO ACADEMY SOUTH PINELLAS COUNTY K-8 INC.**

Merging Florida nonprofit corporation

By:   
George Klimis  
Chairman

**EXHIBIT A**  
**PLAN OF MERGER**  
**OF**  
**PLATO ACADEMY NON PROFIT INC.**  
**AND**  
**PLATO ACADEMY NORTH PINELLAS COUNTY K-8 INC.**  
**AND**  
**PLATO ACADEMY SOUTH PINELLAS COUNTY K-8 INC.**  
**INTO**  
**PLATO ACADEMY SCHOOLS CORPORATION**

Pursuant to Section 617.1101 of the Florida Not for Profit Corporation Act, this Plan of Merger (the "Plan") is entered into by and between Plato Academy Schools Corporation ("PASC" or "Surviving Corporation"), Plato Academy Non Profit Inc. ("PANP"), Plato Academy North Pinellas County K-8 Inc. ("Plato North"), and Plato Academy South Pinellas County K-8 Inc. ("Plato South"), each of which is a Florida nonprofit corporation formed under Ch. 617 of the Florida Statutes. These corporations are sometimes herein together referred to as the "Constituent Corporations."

**RECITALS**

A. The Boards of the Constituent Corporations have determined that a merger of their respective corporations would be in the best interest of the Constituent Corporations to facilitate the accomplishment of a number of objectives that would further goals and purposes of the entities and ensure uniformity of purpose and educational goals with regard to the Plato Academy Charter Schools each operates.

B. For the reasons set forth herein, the Constituent Corporations hereby agree, that PANP, Plato North, and Plato South shall be merged with and into PASC as a single corporation and that the corporate existence of PASC shall continue, and the corporate existence of PANP, Plato North and Plato South shall cease.


NOW THEREFORE, in consideration of the mutual covenants and agreements herein contained and subject to the terms and conditions thereof, PASC, PANP, Plato North and Plato South hereby agree as follows:

1. **Effective Date and Statement of Merger.** Effective as of June 30, 2014 (the "Effective Date"), PANP, Plato North and Plato South shall be merged with and into PASC, the Surviving Corporation, and the corporate existence of PASC shall continue, and the separate corporate existences of PANP, Plato North, and Plato South shall cease to exist. Each of the Boards of PASC, PANP, Plato North, and Plato South adopted and approved this Plan on June 24, 2014, by a majority vote of each Board to be effective June 30, 2014. Neither PASC, PANP, Plato North, nor Plato South had any members entitled to vote on the Plan of Merger.

PASC, PANP, Plato North and Plato South, by and through their respective duly authorized representatives, have executed this Plan on June 24, 2014, to be effective June 30, 2014, as provided herein.

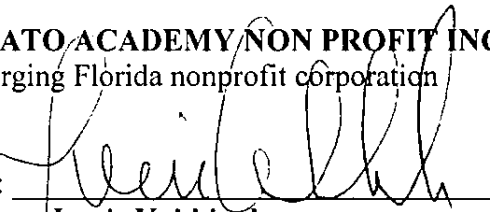
**PLATO ACADEMY SCHOOLS CORPORATION**

Surviving Florida nonprofit corporation

By:   
Elias M. Kolettis  
Chairman

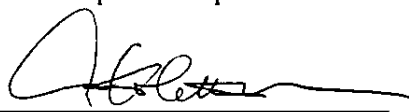
**PLATO ACADEMY NON PROFIT INC.**

Merging Florida nonprofit corporation

By:   
Louis Kokkinakos  
Chairman

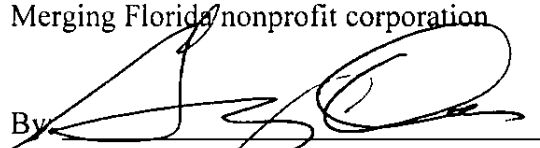
**PLATO ACADEMY NORTH PINELLAS COUNTY K-8 INC.**

Merging Florida nonprofit corporation

By:   
Elias M. Kolettis  
Chairman

**PLATO ACADEMY SOUTH PINELLAS COUNTY K-8 INC.**

Merging Florida nonprofit corporation

By:   
George Klimis  
Chairman

2. **Corporate Acts of PANP, Plato North and Plato South.** All corporate acts, plans, policies, approval and authorizations of PANP, Plato North and Plato South, their Boards of Directors, committees elected or appointed by the Boards of Directors, officers and agents, which were valid and effective immediately prior to the Effective Date shall be taken for all purposes as the acts, plans, policies, approvals and authorizations of the Surviving Corporation, and shall be as effective and binding thereon as the same were with respect to PASC. PASC shall be responsible and liable for all the liabilities and obligations of PANP, Plato North and Plato South. The title to all real estate and other property, or any interest therein, owned by PANP, Plato North and Plato South is vested in PASC without reversion or impairment.

3. **Principal Office.** The principal office of PASC will be at 2045 Palmetto Street, Clearwater, FL 33765.

4. **Articles of Incorporation.** The Articles of Incorporation of PASC shall, on the effective date of the merger, remain the same and in effect and continue unchanged by the merger.

5. **Directors and Officers.** The persons who constitute the members of the governing boards of PASC, PANP, Plato North and Plato South on the Effective Date shall remain the same and continue unchanged by the merger and will be Board Members of PASC, unless they indicate otherwise. PASC Officer elections will take place at the next PASC Board meeting.

6. **Employees.** As of the Effective Date, all the individuals employed by PANP, Plato North and Plato South will become the employees of PASC, subject to the same terms and conditions of their employment with PANP, Plato North and Plato South.

*[Signature page on next page]*