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12 APR 20 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2012 APR 23 2012

COVER LETTER

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

SUBJECT: Treehouse Preschool Academy, Inc.

(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: Kimberley A Bedient

Name (Printed or typed)

P.O. Box 91996

Address

Lakeland, FL 33804

City, State & Zip

863.686.3742

Daytime Telephone number

kim.bedient@treehouselearning.org

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

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

ARTICLES OF INCORPORATION

We, the undersigned, acknowledge and file in the Office of the Secretary of the State of Florida, for the purpose of forming a corporation not for profit, in accordance with the Laws of the State of Florida, these Articles of Incorporation, as provided by law, to wit:

ARTICLE I

Name

The name of the corporation shall be "Treehouse Preschool Academy, Inc." and shall hereinafter be referred to as the "Corporation."

ARTICLE II

Location

1. Physical Address: 1115 E Memorial Blvd, Lakeland, FL 33801
2. Mailing Address: P.O. Box 91996, Lakeland, FL 33804-9996

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ARTICLE III

Purpose and Power

1. **Purpose:** To provide a child care facility that is safe and promotes early learning for preschool aged children while parents and/or guardians seek or maintain gainful employment.
2. **Powers:**
 - a. To accomplish the foregoing purposes the Corporation shall have all corporate powers permitted under the Laws of the State of Florida, including the legal capacity – as an independent entity – to enter into contracts and to prosecute and defend against actions at law and in equity.
 - b. The Corporation is specifically precluded from engaging in any prohibited activities, as defined in Section 617.0105 of the Florida Statutes.
 - c. As a limitation of powers internally, no part of the income of the Corporation shall be distributed to the subscribers, directors, officers, or members of the said Corporation.

ARTICLE IV

Manner in which Officers / Directors are elected or appointed

When a vacancy occurs on the board of directors for any reason, such vacancy shall be filled by advance nomination and subsequent election, by a simple majority of the members of the board (with written proxy voting permitted); or alternatively, a vacancy shall be filled immediately by the appointment of a new director by unanimous consent of the board of directors (waiving the one week delay requirement hereinafter stated for elections), with written proxy voting permitted; but in no event shall any new director be elected until the passage of one full week from the date of the individual's nomination.

ARTICLE V

Initial Officers and Directors

1. Shirley A Arnold, President
1115 E Memorial Blvd, Lakeland, FL 33801
2. Hope Parks, Vice President
1115 E Memorial Blvd, Lakeland, FL 33801
3. Myron A Harmon, Treasurer
1115 E Memorial Blvd, Lakeland, FL 33801

ARTICLE VI

Dissolution of Assets and Limitation

1. **Dissolution:** In the event of dissolution of the Corporation, the residual assets of the organization will be turned over to one or more of those organizations that are themselves exempt entities as described in 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1954, as amended or corresponding sections of any prior or future law, or to the Federal, State, or Local government for an exclusively public purpose.
2. **Limitation:** Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted by (a) a corporation exempt from Federal income taxation under Section 501(c)(3) of the Internal Revenue code of 1954, as amended, or

corresponding provisions of any future United States Code (pertaining to internal revenue) legislation or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 as amended, or any other corresponding provision of any future United States Code legislation pertaining to internal revenue.

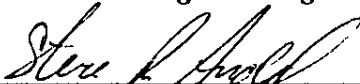
3. **Limitation:** Notwithstanding any other provisions of these Articles, the purposes hereinbefore given are limited to those described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or any other corresponding provisions of any future United States Code (pertaining to revenue legislation)
4. **Limitation:** (1) 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. (2) 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. (3) 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. (4) 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. (5) The corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VII

Registered Agent

The registered agent for the corporation shall be Stephen R. Arnold, who may be legally served with process and/or officially contacted at 1115 E Memorial Blvd, Lakeland, FL 33801.

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

04-19-2012

Date

ARTICLE VIII
Incorporator

The name and address for the incorporator is: Kimberley A. Bedient, 1765 S Emerson Ave, Bartow, FL 33830.

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 s.817.155, F.S.

Kimberley A. Bedient
Required Signature of Incorporator

04-19-2012
Date

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TALLAHASSEE, FL 09107