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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
6/21/12

COVER LETTER

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

SUBJECT: ACADEMY BY THE SEA, 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: NEIL S. SCHECHT
Name (Printed or typed)

3630 W. Kennedy Blvd.

Address

Tampa, FL 33609

City, State & Zip

813-353-9500

Daytime Telephone number

nss@schechtlaw.com

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

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

FILED

**ARTICLES OF INCORPORATION
OF
ACADEMY BY THE SEA, INC.**

12 JUN 18 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Not for Profit Corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE I.
CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS**

The name of this corporation is **ACADEMY BY THE SEA, INC.**

The principal office of this corporation is: 3630 W. Kennedy Blvd. Tampa, FL 33609.

The mailing address of this corporation is: 3630 W. Kennedy Blvd. Tampa, FL 33609.

**ARTICLE II.
CORPORATE NATURE**

This is a nonprofit corporation, organized solely for general purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes, and as specified herein below.

**ARTICLE III.
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV.
PURPOSE**

The specific and primary purposes for which this corporation is formed are:

The Corporation is not formed for pecuniary profit or financial gain. The Corporation shall be a not for profit corporation under the Florida Not For Profit Corporation Act and is irrevocably dedicated to and operated exclusively for non-profit purposes. The purposes for which the Corporation is organized are exclusively educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto), including for such purpose the making of distributions to organizations that qualify as exempt organization, under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding

section of any future federal tax code. Furthermore, the purposes for which the Corporation is organized are to own and operate a "charter school" within the meaning of Florida Statutes Section 228.056 (or any successor provision).

The educational philosophy of this corporation is to prepare students to become leaders in the global community by providing rigorous academic instruction that incorporates an environment of independence, acceptance, cooperation and respect.

ARTICLE V. DIRECTORS, MANNER OF ELECTION

Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held. The manner in which directors are elected shall be controlled by the By-Laws.

ARTICLE VI. INITIAL DIRECTORS

<u>Name</u>	<u>Address</u>
Luann Schecht	3630 W. Kennedy Blvd., Tampa, FL 33609
Sheylla Schulte	3630 W. Kennedy Blvd., Tampa, FL 33609
Joe Schulte	3630 W. Kennedy Blvd., Tampa, FL 33609
Wendy Holmes-Boring	3630 W. Kennedy Blvd., Tampa, FL 33609
Russell Boring	3630 W. Kennedy Blvd., Tampa, FL 33609
Wendy Savage	3630 W. Kennedy Blvd., Tampa, FL 33609
Bert Savage	3630 W. Kennedy Blvd., Tampa, FL 33609
Nicole Wilson	3630 W. Kennedy Blvd., Tampa, FL 33609
Cindy Puleo	3630 W. Kennedy Blvd., Tampa, FL 33609

ARTICLE VII.
TAX EXEMPT REQUIREMENTS

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hercof.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII.
DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such asset not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE IX.
DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to the purpose set forth in Article IV, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

**ARTICLE X.
REGISTERED AGENT AND OFFICE**

The address of the corporation's registered office shall be 3630 W. Kennedy Blvd., Tampa, Florida 33609 and the name of its registered agent at said address shall be Neil S. Schecht, P.A.

**ARTICLE XI.
INCORPORATOR**

The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Neil S. Schecht, P.A.	3630 W. Kennedy Blvd., Tampa, Florida 33609

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TALLAHASSEE, FLORIDA

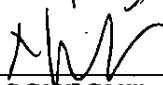
ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **ACADEMY BY THE SEA, INC.**, at the place designated in the Articles of Incorporation, NEIL S. SCHECHT agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open said office.

DATED this 15th day of June, 2012.



NEIL S. SCHECHT, Registered Agent



NEIL S. SCHECHT, Incorporator