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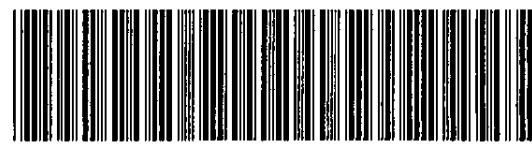
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# METCALFE MCLAIN

## ATTORNEYS

ELLIOTT C. METCALFE, JR.

GEORGE R. MCLAIN, SR.

G. ROBERT MCLAIN, JR.

July 16, 2012

State of Florida  
Division of Corporations  
Post Office Box 1500  
Tallahassee, Florida 32302-1500

Re: Sarasota Academy of the Arts, Inc.

Dear Sir or Madam:

Enclosed herewith for filing are an original and one copy of the Articles of Incorporation for the above corporation, together with our check in the amount of \$78.75, to cover the following:

Filing Fee:	\$ 35.00
Certified Copy of Articles	8.75
Registered Agent Designation	35.00

Please file the original Articles and forward a certified copy of the Articles to me at the address above. A self-addressed, stamped envelope is enclosed for your convenience.

Very truly yours,

G. Robert McLain Jr.

Enclosures

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**ARTICLES OF INCORPORATION**

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of

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**SARASOTA ACADEMY OF THE ARTS, INC.**

A Florida Not-for-Profit Corporation

**ARTICLE I – NAME**

The name of the corporation is Sarasota Academy of the Arts, Inc.

**ARTICLE II – CORPORATE ADDRESS**

The initial corporate address of Sarasota Academy of the Arts, Inc., shall be 1800 2nd St., Suite 735, Sarasota, Florida 34236.

**ARTICLE III – DURATION**

The existence of the corporation shall commence when these Articles have been filed with the Florida Department of State; the corporation shall continue in perpetual existence.

**ARTICLE IV – CORPORATE PURPOSE**

The corporation is organized exclusively for educational, scientific, literary and/or charitable purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The corporation is also organized for the purpose of owning and operating a charter school pursuant to Chapter 1002.33 of the Florida Statutes.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 this Article IV. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax

code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE V – DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, any assets remaining shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE VI – BYLAWS**

The corporation shall adopt and maintain bylaws consistent with these Articles of Incorporation. The initial board of directors shall adopt bylaws within one (1) month of the date of incorporation. The bylaws may thereafter be altered, amended, or rescinded by the board of directors in the manner set forth in the bylaws.

## **ARTICLE VII – DIRECTORS**

The corporation shall be managed by a board of directors of not less than five (5) individuals. The directors shall be elected or appointed pursuant to the corporation's bylaws. The initial board of directors shall consist of the following individuals:

Dan Kennedy  
801 North Orange Avenue  
Sarasota, FL 34236

William J. Mariotti  
4559 Mariotti Court, Unit #1  
Sarasota, FL 34233

G. Robert McLain, Jr.  
1800 2nd St. STE. 735  
Sarasota, FL 34236

Denise J. Gagne  
7814 38th Court East  
Sarasota, FL 34342

Kelly Marsh  
6847 Areca Boulevard  
Sarasota, FL 34241

Joe Solano  
1800 2nd St. STE. 850  
Sarasota, FL 34236

Hillary Chojnacki  
5591 Siesta Estates Ct  
Sarasota, FL 34242

## **ARTICLE VIII – OFFICERS**

The Corporation's officers shall be elected or appointed pursuant to the corporation's bylaws.

## **ARTICLE IX – REGISTERED OFFICE AND REGISTERED AGENT**

The name and Florida street address of the initial registered office and registered agent is as follows:

G. Robert McLain, Jr.  
1800 2nd St. STE. 735  
Sarasota, FL 34236

## **ARTICLE X – INCORPORATOR**

The name and address of the incorporator is as follows:

G. Robert McLain, Jr.  
1800 2nd St. STE. 735  
Sarasota, FL 34236

IN WITNESS HEREOF, the undersigned incorporator of Sarasota Academy of the Arts, Inc. executes these Articles of Incorporation this 10<sup>th</sup> day of July, 2012.



G. Robert McLain, Jr.

I certify that I am familiar with and accept the responsibilities of registered agent.



G. Robert McLain, Jr.

STATE OF FLORIDA, COUNTY OF SARASOTA

Before me, the undersigned authority, this day personally appeared G. Robert McLain, Jr., to me well known, and he acknowledged before me that he executed the foregoing articles for the purposes expressed therein.

Dated this 16 day of July, 2012,



Notary Public



TERRI L. NICKEL  
MY COMMISSION # EE 013301  
EXPIRES: August 17, 2014  
Bonded Thru Budget Notary Services

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