

N120000007269

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

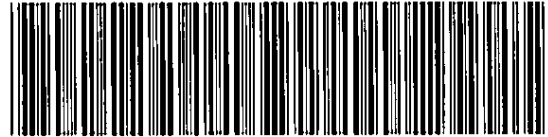
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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01/24/20--01003--018 **35.00

FILED
IN CLERK OF STATE
DIVISION OF CORPORATIONS
2020 JAN 24 AM 8:13

2020 JAN 24 PM 12:59

Amend.
E. Restat
Act.
JAN 29 2020
D CONWELL



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 27, 2020

BRYANT MILLER OLIVE P.A.

SUBJECT: RIVER CITY EDUCATION ORGANIZATION, INC.
Ref. Number: N12000007269

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors. *-already included.*

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

*D. Connell
advised
not necessary*

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Darlene Connell
Regulatory Specialist II Supervisor

Letter Number: 620A00001919

20 JAN 29 10:43

BRYANT MILLER OLIVE P.A.

Requester's Name

101 North Monroe St., Suite 900

Address

Tallahassee, FL 32301 (850) 222-8611

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. River City Education Organization, Inc. N12000007269
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

Mon Jan 27

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: River City Education Organization, Inc.

DOCUMENT NUMBER: N12000007269

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

Please return all correspondence concerning this matter to the following:

Pamela K. McCrary
(Name of Contact Person)

Bryant Miller Olive P.A.
(Firm/ Company)

101 North Monroe Street, Suite 900
(Address)

Tallahassee, FL 32301
(City/ State and Zip Code)

alan.hall@sanjoseschools.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Pamela K. McCrary at 850 222-8611
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

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

- | | | | |
|-----------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input checked="" 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 type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|-----------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|

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

Street Address
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
RIVER CITY EDUCATION ORGANIZATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2020 JAN 24 AM 8:13

These Amended and Restated Articles of Incorporation were approved by a majority of the Board of Directors on October 19, 2017. There are no members or members entitled to vote on these Amended and Restated Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation shall be: RIVER CITY EDUCATION ORGANIZATION, INC.

ARTICLE II – PURPOSES

The purposes for which the corporation is organized are: Said organization exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. In particular, to: establish and operate a charter schools as defined in the laws of the State of Florida within the borders of Duval County, Florida. The charter schools shall be organized so that they present a system of formal instruction of curriculum to a regularly enrolled student body through faculty for the benefit of the general public. In particular, the corporation will establish schools to serve and assist students, from kindergarten through high school, in Duval County so that they will be prepared for college.

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.

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.

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.

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.

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

ARTICLE III – 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 to not 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.

ARTICLE IV – MEMBERS

This corporation shall have no members.

ARTICLE V – TERMS OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI – OFFICERS

The affairs of the corporation in operating the charter school shall be managed on a day-to-day basis by the Executive Director. The Board of Directors shall set policy for the corporation including but not limited to, the academic, financial, and operation policies pursuant to the Bylaws. The Chairman of the Board of Directors shall serve for a term of two (2) years and the Vice Chairman and the 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.

ARTICLE VII – BOARD OF DIRECTORS

The number of persons constituting the Board of Directors shall be five (5) but shall never be more than seven (7), as set forth below, who shall hold office for such terms as provided in the Bylaws of the Corporation and until their successors have been elected and- qualified or until their resignation, removal from office, inability to act, or death:

<u>Name</u>	<u>Address</u>
Bonnie Arnold	2017 Reed Avenue Jacksonville, FL 32207
Jerry Jeakle	4929 Atlantic Boulevard Jacksonville, FL 32207-2409
Juan C. Gonzalez	1266 Windsor Place Jacksonville, FL 32205

Sarah Mathis	4565 3rd Avenue St. Augustine, FL 32095
Melinda Powers	5800 Beach Boulevard Suite #203-307 Jacksonville, FL 32207

ARTICLE VII – BYLAWS

The Bylaws of the corporation shall be 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.

ARTICLE IX-AMENDMENTS TO THE ARTICLE OF INCORPORATION

These Articles of Incorporation 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.

ARTICLE X- DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)3 of the Internal Revenue Code, or 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 disposed of shall be disposed of by a court of competent jurisdiction in this county in which the principal office of the organization 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 XI-REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation shall be:

200 West Forsyth Street, Suite 1700
Jacksonville, FL 32202

The name of the registered agent of this corporation shall be:

Gary R. Wheeler

ARTICLE XII-CORPORATION'S PRINCIPAL OFFICE AND MAILING ADDRESS

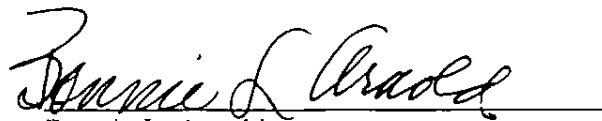
The principal address of this corporation shall be:

c/o Alan Hall
4072 Sunbeam Road
Jacksonville, Florida 32257

The mailing address of this corporation shall be:

c/o Alan Hall
4072 Sunbeam Road
Jacksonville, Florida 32257

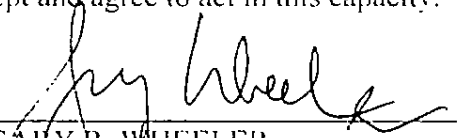
IN WITNESS WHEREOF, I have executed these Amended and Restated Articles of
Incorporation on this 19th day of October 2017.


Bonnie L. Arnold
Chair

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the Registered Agent in the Articles of Incorporation of RIVER CITY EDUCATION ORGANIZATION, INC., I hereby accept and agree to act in this capacity.

Dated: October 19, 2017



GARY R. WHEELER