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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2015 APR 20 AM 11:02

CC
Amend/name
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@ 4.20.15

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Report Card, Inc.

DOCUMENT NUMBER: N13000004107

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

Please return all correspondence concerning this matter to the following:

Jay Fleisher, Esq.

(Name of Contact Person)

Law Office of Jay Fleisher, PA

(Firm/ Company)

11380 Prosperity Farms Rd., Ste. 204

(Address)

Palm Beach Garden, FL 33410

(City/ State and Zip Code)

wmkorach@gmail.com

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

For further information concerning this matter, please call:

Jay Fleisher, Esq.

(Name of Contact Person)

at (561) 627-7004

(Area Code & Daytime Telephone Number)

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

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 16, 2015

JAY FLEISHER, ESQ.
LAW OFFICE OF JAY FLEISHER, PA
11380 PROSPERITY FARMS RD., STE. 204
PALM BEACH GARDENS, FL 33410

SUBJECT: THE REPORT CARD, INC.
Ref. Number: N13000004107

We have received your document for THE REPORT CARD, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 115A00007579

Articles of Amendment
to
Articles of Incorporation
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2015 APR 20 AM 11:02

The Report Card, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N13000004107

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

CORNERSTONE CLASSICAL EDUCATION FOUNDATION CORP.

The new

name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

1093 A1A Beach Blvd., # 321

St. Augustine, FL 32080-6733

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

1093 A1A Beach Blvd., # 321

St. Augustine, FL 32080-6733

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: n/a

1093 A1A Beach Blvd., # 321

(Florida street address)

New Registered Office Address:

St. Augustine

(City)

, Florida 32080-6733

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>John R. Capra</u>	<u>193 St. Johns Forest Blvd.</u> <u>St. Johns, FL 32259</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Tina Meskel</u>	<u>8936 Western Way</u> <u>Jacksonville, FL 32256</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>D</u>	<u>William Platko</u>	<u>117 PINEHURST PT DR.</u> <u>ST. AUGUSTINE, FL 32080</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Malcolm Anthony</u>	<u>313 N. Shipwreck Ave.</u> <u>Ponte Vedra, FL 32081</u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>D</u>	<u>Billie Tucker</u>	<u>8375 Bascom Rd.</u> <u>Jacksonville, FL 32216</u>
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>Alan Stevenson</u>	<u>3691 Winged Foot Cir.</u> <u>Green Cove Springs, FL 32043</u>

Attachment to amending the Officers and/or Directors

N13000004107

<u>Type of Action</u>	<u>Title</u>	<u>Name</u>	<u>Address</u>
Add	D	Raymond Sanchez	21 Havenwood Trail Ormond Beach, FL 32174

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Amended articles are attached.

AMENDED ARTICLES OF INCORPORATION

Article I: Name

The name of the corporation Not for Profit shall be **CORNERSTONE CLASSICAL EDUCATION FOUNDATION CORP.** (hereinafter referred to as the "Corporation").

Article II: Duration

The Corporation shall have perpetual existence.

Article III: Purposes and Powers

3.1 A. Nonprofit Corporation. The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock.

B. Statement of Mission and Purposes. The mission of the Corporation is to create a network of academically rigorous, college preparatory schools in the classical tradition. The ultimate goal of Cornerstone is to inculcate a strong sense of virtuous character, enabling graduates to become purpose driven responsible citizens. To that end the Corporation is organized and shall be operated exclusively for charitable, scientific, literary, cultural, or educational purposes, including but not limited to operating high quality charter schools within the State of Florida and including for such purposes the making of distributions to organizations that qualify under section 501(c)(3) of the Internal Revenue Code (the "Code") or the corresponding section of any future federal tax code.

C. To carry on such other activities that are in furtherance of and in support of the foregoing purposes as are lawful and proper for corporations formed under the Florida Not for Profit Corporation Act and Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code

3.2 Subject only to such limitations as now or hereafter are prescribed by law or in the Corporation's Articles of Incorporation, the powers of the Corporation shall be as provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes. The Corporation shall have all powers which now or hereafter are conferred by law upon a corporation organized for the purposes previously stated in this Article III or are necessary or incidental to the powers so conferred.

Article IV: Limitations

4.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, officers, or other private persons. 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 of

incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from the federal income tax under section 501(c)(3) of the 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 Code.

4.2 Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the 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 V: Members

5.1 The Corporation shall have no members.

Article VI: Directors

6.1 The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three (3).

6.2 The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the Bylaws of the Corporation.

6.3 The powers, duties, qualifications, terms of office, manner of election, and time and criteria for removal of directors shall be as set forth in the Bylaws of the Corporation.

6.4 Directors of this Corporation, and any Officers elected by the Directors of this Corporation, shall serve in their capacity as such without compensation except for reimbursement for actual expenses.

Article VII: Director Liability Limitations

7.1 If the Florida Not For Profit Corporations Act, or any other law, is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors or officers, then the liability of directors and officers of this Corporation shall be eliminated or limited to the full extent permitted by the Florida Not for Profit Corporation Act, or other law, as so amended, without need for further amendment of these Articles of Incorporation or any other action by the Board of Directors. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification for or with respect to an act or omission of such director occurring prior to such repeal or modification.

Article VIII: Indemnification and Insurance

8.1 Right to Indemnification. The Corporation shall have the power and authority to provide indemnification in accordance with the law and the bylaws of the Corporation.

8.2 Insurance. The Corporation may maintain insurance at its expense in accordance with the bylaws of the Corporation.

Article IX: Bylaws

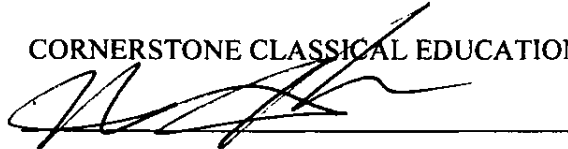
The Board of Directors shall adopt the Bylaws of the Corporation. The authority to make, alter, amend or repeal the Bylaws of the Corporation is vested in the Board of Directors.

Article X: Amendments

These Articles of Incorporation may be amended at any regular meeting of the Board of Directors or any special meeting of the Board of Directors called for that purpose, in either case upon receiving the vote of a majority of the directors then in office.

Signed as being a true copy of the Restated Articles of Incorporation of Cornerstone Classical Education Foundation Corp adopted on the 13th day of April, 2015.

CORNERSTONE CLASSICAL EDUCATION FOUNDATION CORP.

A handwritten signature in black ink, appearing to read 'William Korach', is written over a horizontal line.

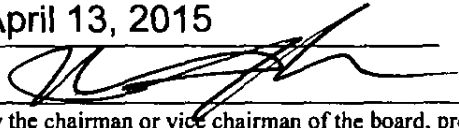
By William Korach
President, Cornerstone Classical Education Foundation Corp.
April 13, 2015

The date of each amendment(s) adoption: April 13, 2015, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated April 13, 2015
Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

William Korach
(Typed or printed name of person signing)
President/Director
(Title of person signing)