

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Bell Creek Academy, PTSO, Inc.

DOCUMENT NUMBER: N13000009981

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

Please return all correspondence concerning this matter to the following:

Michael G. Strader

(Name of Contact Person)

Charter School Associates, Inc.

(Firm/ Company)

12524 W Atlantic Blvd.

(Address)

Coral Springs, FL 33071

(City/ State and Zip Code)

jmerced@charterschoolassociates.com

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

For further information concerning this matter, please call:

Jeannette M Merced

(Name of Contact Person)

at (954) 414-5767

(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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 11, 2014

MICHAEL G. STRADER
CHARTER SCHOOL ASSOCIATES INC.
12524 W. ATLANTIC BLVD
CORAL SPRINGS, FL 33071

SUBJECT: BELL CREEK ACADEMY, PTSO, INC.
Ref. Number: N13000009981

We have received your document for BELL CREEK ACADEMY, PTSO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Bylaws are not filed with this office. Please retain them for your records.

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: 414A00003057

RECEIVED

14 FEB 17 AM 11:41

STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 FEB 17 PM 1:41

Bell Creek Academy, PTSO, Inc.

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

N13000009981

(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:

N/A

_____ 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:

N/A

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

N/A

(Mailing address MAY BE A POST OFFICE BOX)

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

(Florida street address)

New Registered Office Address:

_____, Florida
(City)

(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	_____	<u>N/A</u>	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

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

To amend Articles of Incorporation - Article XII - Corporate

Liquidation and Dissolution

See attached documents

EXHIBIT A
AMENDED ARTICLES OF INCORPORATION
BELL CREEK ACADEMY, PTSO, INC.

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation not-for-profit under Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation.

Article I

Name

The name of this corporation is **BELL CREEK ACADEMY, PTSO, INC.** with an initial office at

13221 Boyette Road, Riverview, FL 33569.

Article II

Purposes

The general nature of the objectives and purposes of this corporation shall be:

- a) This corporation is organized and shall be operated exclusively as a corporation not-for-profit and for charitable purposes under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations issued there under, or the corresponding provisions of any future United States Internal Revenue Law (the "Code").
- b) The property of this corporation is irrevocably dedicated to the promotion of fellowship among parents, students and teachers and provide funds for extra materials and programs in addition to what is funded through the School's budget.
- c) The objective of the PTSO, in cooperation with the school principal, is:
 - a. The promotion and fostering of good relations and clear channels of communication between home, school and community.

- b. To enhance the educational facilities for students of Bell Creek Academy.
- c. To cooperate with the administration and faculty of Bell Creek Academy in the implementation of programs to enrich the cultural and social lives of students by offering financial assistance and support.
- d. To be non-profit, non-commercial, non-partisan and non-sectarian.
- e. To act as a fund-raising arm of Bell Creek Academy.
- f. To facilitate obtaining additional funding to run the school programs as determined by the Principal and the organization.

Article III

Powers

The Corporation shall have the general power to do all lawful acts, as conferred upon corporations' not-for-profit by Section 617.0302, Florida Statutes, including all those things necessary or expedient in the prosecution of the corporation's purposes, which are necessary and desirable to carry out the purposes and responsibilities of the corporation.

Notwithstanding the generality of the foregoing, the powers of the corporation shall be subject to the following limitations and restrictions:

- a) The corporation shall have no power to do any act inconsistent with the provisions of Section 501(c)(3) and Section 170(c)(2) of the Code;
- b) No part of the income, profit or assets of the corporation shall inure to the benefit of, or be distributable to, directly or indirectly, its members, directors, officers, or other private persons: provided however, 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 III of these Articles; and
- c) 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.

Article IV

Officers

- a) The offices of the corporation shall be a President, Vice-President, Corresponding Secretary, Recording Secretary, Treasurer, Parliamentarian, Principal and such other officers as may be provided in the Bylaws.
- b) The Officers shall be elected by a majority vote of the General Membership at its first organizational meeting and thereafter at its annual meeting.

Article V

Executive Board

- a) All corporate powers shall be exercised under the authority of, and the affairs of this corporation shall be managed under the direction of, the Officers, except as otherwise provided by law or in these Articles or the Bylaws of the Corporation.
- b) The corporation shall have three a minimum of (3) Officers initially. The number of Officers may be increased or decreased from time to time according to the bylaws, but shall never be less than three (3).
- c) Each Officer of the Executive Board may serve up to an initial term of (2) two-year terms unless stated differently in the Corporate Bylaws. The Initial Members of the Executive Board are:

President – Detria Elsner

Vice President – Dana Finch

Treasurer – Brad Bartholomew

Corresponding Secretary – Soraya McCown

Recording Secretary – Soraya McCown

Parliamentarian – Open

Principal – Steven Blinder

- d) The Executive Board shall be elected pursuant to the provisions of the Corporation's By-Laws.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 12524 W. Atlantic Boulevard, Coral Springs, Florida 33071, and the name of the initial registered agent of this corporation at that address is *Michael G. Strader*

Article VII

Effective Date of

Corporation

The Effective Date of this Corporation shall be November 1, 2013.

Article VIII

Incorporator/Subscriber

The name and address of the subscriber to these Articles is:

NAME

Michael G. Strader

ADDRESS

12524 W. Atlantic Boulevard

Coral Springs, FL 33071

Article IX

Duration

This corporation shall exist perpetually.

Article X

By-Laws

- a) The Executive Board, by majority vote, may provide such Bylaws for the conduct of

the business of the corporation and the carrying out of its purposes as they may deem necessary from time to time, including, but not limited to, provisions for the quorum and voting requirements for meetings and activities of the Executive Board; provided, however, that such Bylaws shall not conflict with any of the provisions of these Articles of Incorporation.

- b) Upon proper notice, the Bylaws may be amended, altered or rescinded by the majority vote of the members of the Executive Board who are present at any regular meeting, or any special meeting for this purpose.

Article XI

Amendments

These Articles of Incorporation may be amended, altered, changed or repealed solely by a majority vote of the Executive Board.

Article XII

Corporate Liquidation and Dissolution

This nonprofit corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of this nonprofit 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 the purpose clause hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an

organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

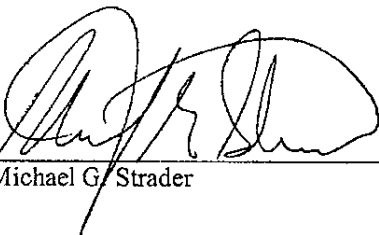
Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose, Any such assets not disposed of shall be disposed of by the Court of Common Pleas 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 XIII

Indemnification

The corporation shall indemnify officers, employees, and agents to the full extent permitted by the Florida Not-For-Profit Corporation Act, provided, however that no such indemnification shall be permitted if such indemnification would violate the purposes of the corporation as specified in Article II herein or would be inconsistent with the provisions of Section 501(c)(3) and Section 170(c)(2) of the Code.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of November, 2013.



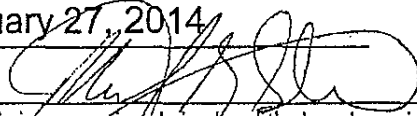
Michael G. Strader

The date of each amendment(s) adoption: January 27, 2014, if other than the date this document was signed.

Effective date if applicable: January 27, 2014
(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 January 27, 2014
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)

Michael G Strader
(Typed or printed name of person signing)

Incorporator
(Title of person signing)