

Page 8 of 11

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H14000034111 3))



H140000341113ABCP

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.
Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6381

From: Debbie Thacker
Account Name : FOWLER, WHITE 2
Account Number : I19990000148
Phone : (813) 769-7692
Fax Number : (813) 228-9401

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: DCatalano@ittesi.com

File # 114-0105

**FLORIDA PROFIT/NON PROFIT CORPORATION
ECA WEST PALM BEACH, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

RECEIVED
14 FEB 11 PM 4:26
SECURITY STATE
TALLAHASSEE, FLORIDA

[Electronic Filing Menu](#) [Corporate Filing Menu](#)

Help

RECEIVED
DIVISION OF CORPORATIONS
14 FEB 11 AM 9:59

**ARTICLES OF INCORPORATION
OF
ECA WEST PALM BEACH, INC.**

The undersigned hereby forms a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be: ECA WEST PALM BEACH, INC.

ARTICLE II - PURPOSES

The purposes for which the Corporation is organized are:

In particular, to: establish and operate a charter school as defined in the laws of the State of Florida within the borders of Palm Beach County, Florida. The charter school shall be organized so that it presents a system of formal instruction of its curriculum to a regularly enrolled student body through its faculty for the benefit of the general public.

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 purposes for which this Corporation is organized shall be limited to those which are strictly charitable and educational. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986; or (2) of a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

Fax Audit No. H14000034111 3
Page 2 of 6

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 not to 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.

Fax Audit No. H14000034111 3
Page 3 of 6

ARTICLE IV - MEMBERS

This Corporation shall have no Members.

ARTICLE V - TERM 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 principal of the school. The Board of Directors shall set policy for the Corporation including but not limited to, the academic, financial and operation policies of the charter school, with the principal charged to implement these policies pursuant to the Bylaws. The officers shall be elected and shall serve pursuant to the Bylaws.

ARTICLE VII - FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be three (3) but shall never be more than seven (7), and the names and addresses of the persons who are to serve as Directors until the first election under these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Katherine Elizabeth Arrizza	10174 Plum Street Palm Beach Gardens, Fla 33410
John W. Von Stein	102 NE 2 nd Street Suite 136 Boca Raton, Fla 33432
Gary R. Carlson	15645 Grant Circle Omaha, Nebraska 68116

At the first election of Directors to be held no later than the date the Charter between the School Board of Palm Beach County and the Corporation is executed no fewer than three (3)

Fax Audit No. H14000034111 3
Page 4 of 6

individuals shall be selected (which may include the members of the first Board of Directors as set forth herein) to serve as Directors.

The number of Directors shall be fixed in the Bylaws of this Corporation. Directors shall be elected and serve such terms as provided in the Bylaws of this Corporation.

ARTICLE VIII - BYLAWS

The Bylaws of the Corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded in accordance with the Bylaws.

ARTICLE IX - AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X - DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to, and only to, anyone or more organizations qualified as exempt under Section 501 (c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be:

Fowler White Boggs P.A.
501 E. Kennedy Boulevard, Suite 1700
Tampa, Florida 33602

The name of the initial registered agent of this Corporation shall be:

Mitchell I. Horowitz

**ARTICLE XII - CORPORATION'S PRINCIPAL OFFICE
AND/OR MAILING ADDRESS**

Fax Audit No. H14000034111 3
Page 5 of 6

The mailing address of this Corporation shall be:

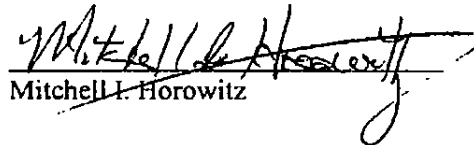
1756 N. Congress Avenue
West Palm Beach, Fla 33409

ARTICLE XIII - INCORPORATOR

The following is the name and street address of the incorporator signing these Articles:

Mitchell I. Horowitz
501 E. Kennedy Boulevard, Suite 1700
Tampa, FL 33602

IN WITNESS WHEREOF, I have set my hand and seal this 11th day of February,
2014.

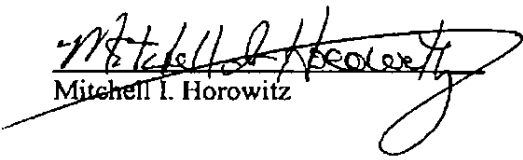

Mitchell I. Horowitz

Fax Audit No. H14000034111 3
Page 6 of 6

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the Registered Agent in the Articles of Incorporation of, ECA
WEST PALM BEACH, INC. I hereby accept and agree to act in this capacity.

Dated: February 11, 2014.


Mitchell I. Horowitz

Articles Of Incorporation - ECA West Palm Beach.DOC [Compatibility Mode]