

N 14000011034

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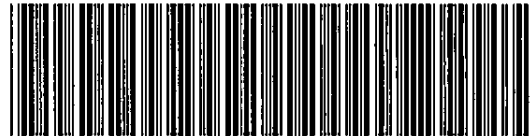
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 08 2014

C. CARROTHERS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION:

ORANGE COUNTY PREPARATORY ACADEMY, PTSO, INC.

DOCUMENT NUMBER:

N14000011034

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

Please return all correspondence concerning this matter to the following:

ROBERT WALKER, CPA

(Name of Contact Person)

KING & WALKER, CPAs, P.L.

(Firm/ Company)

709 W. AZEELE ST.

(Address)

TAMPA, FL 33606

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

ROBERT WALKER, CPA

(Name of Contact Person)

813-892-4274

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$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
409 E. Gaines Street
Tallahassee, FL 32314

Articles of Amendment
to
Articles of Incorporation
of

NAME OF CORPORATION:

ORANGE COUNTY PREPARATORY ACADEMY, PTSO, INC.

DOCUMENT NUMBER:

N14000011034

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:

AMENDMENTS ADOPTED:

ADDITIONAL PROVISIONS REQUIRED TO BE EXEMPT FROM FEDERAL INCOME TAX

SEE ATTACHED

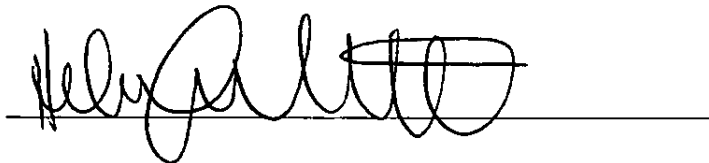
The date of adoption of the amendments was: March 25, 2015

Adoption of Amendments

There were no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors.

Signed this 25th day of March, 2015

Signature:

A handwritten signature in cursive script, appearing to read "Helinfield Hanecak", written over a horizontal line.

Print Name:

Helinfield Hanecak 3-25-15

Title: Chair

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TALLAHASSEE, FLORIDA

AMENDED ARTICLES OF INCORPORATION

ORANGE COUNTY PREPARATORY 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 **ORANGE COUNTY PREPARATORY ACADEMY, PTSO, INC.** with an initial office at

10250 University Blvd., Orlando, FL 32817.

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 Orange County Preparatory Academy, PTSO, Inc. 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 Orange County Preparatory Academy.
- c. To cooperate with the administration and faculty of Orange County Preparatory 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 Orange County Preparatory 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 – Helinfield Hanecak

Vice President – Jennifer Geils

Vice President – Chelby Afrifa

Corresponding Secretary – Carissa Johns Recording

Secretary/Treasurer – Mayra Etayo-Diaz

Parliamentarian – Misty Hubbard

- 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 Charter School Associates, Inc.

Article VII

Effective Date of

Corporation

The Effective Date of this Corporation shall be December 4, 2014.

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.

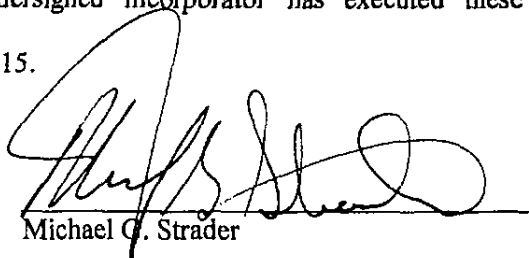
Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, 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 23rd day of March, 2015.

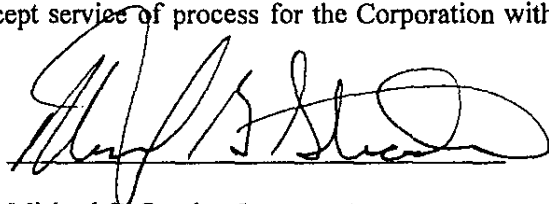

Michael G. Strader

CERTIFICATE DESIGNATING REGISTERED OFFICE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Orange County Preparatory Academy, PTSO, Inc., desiring to organize or qualify as a Corporation Not

for Profit under the laws of the State of Florida, with its initial registered offices at 12524 W. Atlantic Boulevard, Coral Springs, FL 33071, has named Michael G. Strader located at 12524 W. Atlantic Boulevard, Coral Springs, FL 33071, as its registered agent to accept service of process for the Corporation within the State of Florida.



Michael G. Strader, Incorporator

3/23/15

Date

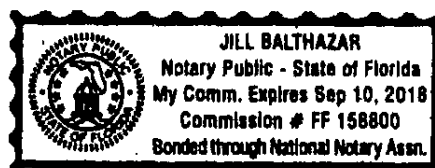
ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept the responsibility to act in this capacity, and agree to comply with the provisions of Florida Statutes relative to keeping open said office and further accept the duties and obligations of Section 617.0503, Florida Statutes.

Dated this 23rd day of March, 2015.

By: 

Michael G. Strader, Registered Agent



Jill Balthazar
March 23, 2015