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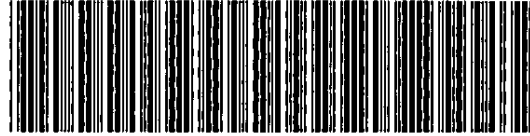
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STATE  
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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:     WHITESTONE ACADEMY, INC.**  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: \_\_\_\_\_

Stephen Burton

Name (Printed or typed)

154 Brighton Circle

Address

Auburndale, FL 33823

City, State & Zip

(863) 665-4187

Daytime Telephone number

pastor.steve@scslakeland.com

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

**NOTE: Please provide the original and one copy of the articles.**

**CHARTER  
OF  
WHITESTONE ACADEMY, INC.**

The undersigned, acting as the incorporator of a corporation organized pursuant to the Florida Not for Profit Corporations Act, adopts the following Charter for such Corporation:

**Article I. NAME:** The name of the Corporation is Whitestone Academy, Inc.

**Article II. ADDRESS:** The street address of the initial principal office of the Corporation is 3151 Hardin Combee Road, Lakeland, Florida 33801.

**Article III. GENERAL AND SPECIFIC PURPOSES:** The General Purposes for which said Corporation is organized are exclusively for charitable, religious, literary, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code.

The Specific Purposes for which the Corporation is organized are: to operate a school and daycare for the purposes of nurturing and educating children; to teach the fine arts to children; to teach biblical principles and the biblical worldview to such children; to promote the cause of Christianity in accord with the teaching, tenets, and customs of the Church of God, Cleveland, Tennessee; to receive, manage, and disburse gifts, bequests, and other funds for the benefit of the school and daycare; and generally to engage in any other lawful endeavor or activity in furtherance of any of the foregoing purposes.

**Article IV. BOARD OF DIRECTORS:** The Board of Directors shall be comprised of no less than five (5) and no more than fifteen (15) Directors, elected in accordance with the By-Laws of the Corporation; provided, however, that said By-laws may be amended from time to time to increase or decrease the number of Directors within the limits provided by law; provided, however, at no time shall there be fewer than three Directors; and provided, further, that the Senior Pastor of Sunrise Church of God, Lakeland, Florida, shall be the permanent Chairman of said Board.

**Article V. INITIAL DIRECTORS:** The following individuals shall constitute the initial Board of Directors of the Corporation and shall conduct the Organizational Meeting of the Corporation:

Randall Horton, Chairman  
8216 Short Way  
Lakeland, FL 33809

Stephen Burton, President  
154 Brighton Circle  
Auburndale, FL 33823

Susan Burton, Secretary/Treasurer  
154 Brighton Circle  
Auburndale, FL 33823

Everett Hamilton, Director  
5201 Nichols Drive W  
Lakeland, FL 33812

Melanie Kelly, Director  
225 Denese Lane  
Auburndale, FL 33823

**Article VI. INITIAL REGISTERED AGENT:** The name and address of the initial registered agent of the Corporation is Stephen Burton, 154 Brighton Circle, Auburndale, Polk County, Florida 33823.

**Article VII. INCORPORATOR:** The name and address of the incorporator is Stephen Burton, 154 Brighton Circle, Auburndale, Polk County, Florida 33823.

**Article VIII. PUBLIC BENEFIT:** This Corporation is a public benefit corporation.

**Article IX. RELIGIOUS CORPORATION:** The Corporation is a religious corporation.

**ARTICLE X. NOT FOR PROFIT:** The Corporation is not for profit.

**Article XI. NO MEMBERS:** The Corporation will not have members.

**Article XII. DISSOLUTION:** Upon dissolution, after all creditors of the Corporation have been paid, its assets shall be distributed to one or more nonprofit charitable ministries of a similar and like nature and that qualifies as exempt organizations under Section 501(c) (3) of the Internal Revenue Code of 1986, 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 exclusively public purposes.

**Article XIII. LIABILITY OF DIRECTORS:** To the extent allowed by the laws of the State of Florida, no present or future director of the Corporation (or his or her estate, heirs and personal representatives) shall be liable to the Corporation for monetary damages for breach of fiduciary duty as a director of the corporation. Any liability of a director (or his or her estate, heirs and personal representatives) shall be further eliminated or limited to the fullest extent allowed by the laws of the State of Florida, as may hereafter be adopted or amended.

**Article XIV. INDEMNITY:** With respect to claims or liabilities arising out of service as a director or officer of the Corporation, the Corporation shall indemnify and advance expenses to each present and future director and officer (and his or her estate, heirs and personal representatives) to the fullest extent allowed by the laws of the State of Florida, both as now in effect and as hereafter adopted or amended.

**Article XV. NET EARNINGS:** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable, to, its directors, officers, or other private individuals or persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for goods and services rendered and to make payments in furtherance of the purposes set forth in the paragraph just above.

**Article XVI. LIMITATION ON ABILITY TO BORROW.** The Corporation shall not incur any long-term debt and shall not borrow funds from any individual, bank, financial institution, government agency or other entity other than Sonrise Church of God, Lakeland, Florida, or its successor; provided, however, that such borrowing from Sonrise Church of God, or its successor, shall be subject to the prior written approval of the governing Boards of both institutions.

**Article XVII. ENDEAVORS AND ACTIVITIES NOT PERMITTED:** Notwithstanding any other provision of this Charter, the Corporation shall not carry on any endeavors or activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986, or

corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.

**Article XVIII. POLITICAL ACTIVITIES:** No substantial part of the activities of this nonprofit Corporation shall consist of promoting propaganda, or otherwise attempting to influence legislation, except as otherwise provided by Section 501 (c) (3) of the Internal Revenue Code, and this nonprofit 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.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Stephen Burton

Required Signature of Registered Agent

4-15-2015

Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Stephen Burton

Required Signature of Incorporator

4-15-2015

Date