

N 15000011422

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

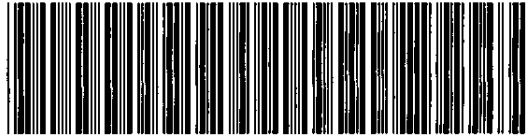
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600279316946

11/23/15--01030--004 \*\*78.75

FILED  
15 NOV 23 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12/2/15

## COVER LETTER

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

SUBJECT: THE HEIGHTS CHARTER SCHOOL INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy 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: KATHRYN KELLY  
Name (Printed or typed)

15570 HAGIE DRIVE  
Address

FORT MYERS, FL 33908  
City, State & Zip

239-482-7706  
Daytime Telephone number

Kathryn@heightsfoundation.org  
E-mail address: (to be used for future annual report notification)

FILED  
15 NOV 23 PM 2:48  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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

**Articles of Incorporation  
of  
The Heights Charter School, Inc.**

FILED  
15 NOV 23 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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: The Heights Charter School, 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 Lee 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 particular, The Corporation will establish instructional programs for students in Kindergarten, First, Second and Third grades.

In general, to do any and all acts and things, and to exercise any and all powers which now and 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 could 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.

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.

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 to not 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; not 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.

### **ARTICLE IV – MEMBERS**

The Corporation will 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 Chairman of the Board of Directors shall serve for a term of two (2) years and the Vice Chairman, Secretary/Treasurer shall serve for a term of one (1) year, beginning the 1<sup>st</sup> day of the month immediately following his or her election by a majority of the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms. In the event of a vacancy in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term. An officer does not have to be a member of the Board of Directors and a member of the Board of Directors does not have to be an officer.

### **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>
Jan-Erik Hustrulid <i>Chair</i>	23751 Old Port Road #203 Bonita Springs, Florida 34135
Tracie Bagans <i>Vice-Chair</i>	821 Cape View Drive Fort Myers, Florida 33919
Susan Ryan <i>Secretary/Treasurer</i>	1420 S. Brandywine Circle Fort Myers, Florida 33919
Kathryn Kelly <i>President/CEO</i>	15570 Hagie Drive Fort Myers, Florida 33908

At the first election of Directors to be held no later than the date the Charter between the School Board of Lee County and the Corporation is executed no fewer than five (5) 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 by a majority vote of the Directors at the annual meeting of the Directors or at a duly called meeting of the Directors 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 dissolution of Harlem Heights Community Charter School, Inc., The Board must comply with Section 1002.33(8)(e), Florida Statutes regarding disposal of property upon dissolution of the school. In the event of dissolution, the assets of the corporation that were purchased with public funds and any public funds still in the possession of the school, will revert to ownership of the Sponsor School District, as required by Section 1002.33 (8) (e), Florida Statutes.

**ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT**

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

15570 Hagie Drive  
Fort Myers, Florida 33908

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

Kathryn Kelly

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

15570 Hagie Drive  
Fort Myers, Florida 33908

**ARTICLE XIII - INCORPORATOR**

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

Kathryn Kelly  
15570 Hagie Drive  
Fort Myers, FL 33908

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.

  
Kathryn Kelly

11/19/15  
Date

**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

Having been named as the Registered Agent in the Articles of Incorporation of, The Heights Charter School, Inc, I hereby Accept and agree to act in this capacity.

  
Kathryn Kelly

11/19/15  
Date

FILED  
15 NOV 23 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA