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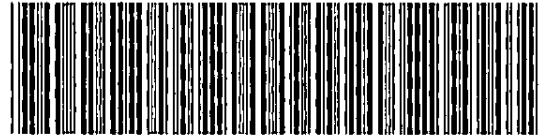
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AUG 28 2018

BAKER DONELSON
BEARMAN, CALDWELL & BERKOWITZ, PC

SUNTRUST CENTER
200 SOUTH ORANGE
AVENUE
SUITE 2900

POST OFFICE BOX 1549
ORLANDO, FLORIDA 32801

PHONE: 407.422.6600
FAX: 407.841.0325

www.bakerdonelson.com

Direct Dial: 407-367-5428
E-Mail Address: jdejulio@bakerdonelson.com

August 24, 2018

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301
Tel: 850.245.6000

Attn: Corporations - Filing of Not-For-Profit Articles of Incorporation
Re: CFLA Hyde Orlando Foundation, Inc.

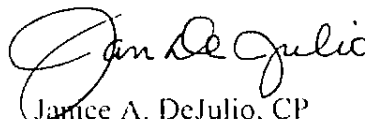
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Dear Filing Official:

Enclosed please find an original plus one copy of the Not-For-Profit Articles of Incorporation for CFLA Hyde Orlando Foundation, Inc. for filing, along with our firm's check in the amount of \$70.00 for the filing fee.

Please return an acknowledgment copy of the filed Articles to me at your earliest convenience. Thank you!

Sincerely,


Janice A. DeJulio, CP

Enclosures

4842-8279-1536 v1
1400952-000001

**ARTICLES OF INCORPORATION
OF
CFLA HYDE ORLANDO FOUNDATION INC.**

The undersigned incorporator, desiring to form a not for profit corporation under the provisions of Chapter 617 of the laws of Florida, does hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME, PRINCIPAL OFFICE & MAILING ADDRESS**

The name of the corporation shall be **CFLA Hyde Orlando Foundation, Inc.** The principal office and mailing address of the corporation is 427 N. Primrose Drive, Orlando, Florida, 32803, or such other place as shall be designated by the Board of Directors.

**ARTICLE II
PURPOSES**

The corporation is organized as a nonprofit corporation under the Florida Not For Profit Corporation Act and shall be operated exclusively for charitable, religious, educational, and scientific purposes, more specifically for the purpose of funding the maintenance operation and expansion of one or more charter schools in Central Florida which will provide character-based education based on the model of the Hyde Schools for any or all grades PK-12 and provide athletic fields and facilities for use by such school and related educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

No part of the net earnings, income, or profit of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or any other private individual except that the corporation may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of its charitable purposes.

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 (or in opposition to) any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

The corporation shall have all of the common law and statutory powers of a corporation not for profit under the laws of the State of Florida which are not in conflict with the terms of

18 AUG 27 PM 2:58

these Articles and the corporation's Bylaws ("Bylaws"). The corporation shall have all of the powers reasonably necessary to implement its purposes.

ARTICLE III MEMBERS

The corporation shall not have members. The Board of Directors shall exercise all authority on behalf of the corporation.

ARTICLE IV BOARD OF DIRECTORS

This corporation's affairs shall be managed by a Board of Directors in accordance with the Bylaws. The number of directors to be elected, the manner of their election and their respective terms shall be as set forth in the Bylaws. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3).

ARTICLE V INITIAL BOARD OF DIRECTORS

Jody M. Litchford
427 N. Primrose Drive
Orlando, Florida 32803

Kathleen Russell
400 S. Orange Avenue, 3d Floor
Orlando, Florida 23801

Jean E. Wilson
450 S. Orange Avenue
Suite 650
Orlando, Florida 32801

18 AUG 27 PM 2:58
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ARTICLE VI REGISTERED AGENT AND REGISTERED OFFICE

The street address of the registered office of the corporation is 200 S. Orange Avenue, Suite 2900, Orlando, Florida, 32801, and the name of the registered agent of the corporation at such address is Hal K. Litchford.

ARTICLE VII
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Jody M. Litchford
427 N. Primrose Drive
Orlando, Florida 32803

ARTICLE VIII
AMENDMENT

These Articles may be amended by a majority vote of the Directors then in office.

ARTICLE IX
BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. The Bylaws may be amended in accordance with the provisions thereof.

ARTICLE X
TERM

The corporation shall have perpetual existence unless dissolved according to law, these Articles, or the Bylaws.

ARTICLE XI
DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all assets of the corporation exclusively for one or more of the tax-exempt purposes of the corporation, which may include distribution to an organization or organizations organized and operated exclusively for one or more of such exempt purposes within the meaning of Section 501(c)(3) of the Code or distribution to the federal government or to a state or local government for a public purpose.

ARTICLE XII
INDEMNIFICATION

The corporation shall indemnify to the fullest extent permitted by the Florida Not For Profit Corporation Act, as the same now exists or may hereafter be amended in a manner more favorable, any person made or threatened to be made a party to any action or proceeding,

whether criminal, civil, administrative or investigative, by reason of the fact that he or she is or was a director or officer of the corporation.

ARTICLE XIII **HEADINGS AND CAPTIONS**

The headings and captions of these various Articles of Incorporation are inserted for convenience of reference only and none of them shall have any force or effect and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

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.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles as of this 23 day of August, 2018.


Judy M. Litchford

ACCEPTANCE BY REGISTERED AGENT

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.

Dated this 23 day of August, 2018.


Hal K. Litchford

18 AUG 27 PM 2:58
STATE OF FLORIDA
DEPARTMENT OF STATE