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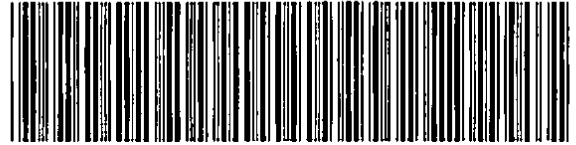
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BAKER DONELSON
BEARMAN, CALDWELL & BERKOWITZ, PC

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July 9, 2019

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 322301
Tel: 850-245-6052

Re: CFLA Foundation, Inc. - Articles of Incorporation

Dear Filing Official:

Enclosed please find 1 original plus a copy of the Articles of Incorporation (with Designation of Registered Agent) for CFLA Foundation, Inc. for filing with the Department of State, along with our Check No. 003472 in the amount of \$78.75 for the filing fee and certified copy.

Please send the certified copy to us as quickly as possible in the return envelope provided. Thank you!

Best regards,



Jan DeJulio

Enclosures

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**ARTICLES OF INCORPORATION
OF
CFLA 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 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, is organized for and shall at all times hereafter, shall be operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more specified organizations described in Section 501(c)(3) and Section 509(a)(1) or (2) of the Internal Revenue Code of 1986, as amended (the "Code"), including 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 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(e)(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 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 election of directors, the number of directors to be elected, the manner of their election and their respective terms shall be as established by the Directors of the Central Florida Leadership Academy, Inc., a specified organization as described in Section 501(c)(3) and Section 509(a)(1) or(2) of the Code. 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

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

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 8th day of July, 2019.

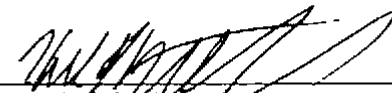


Jody M. Litchford

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 8 day of July, 2019.



Hal K. Litchford